

FUCHS

8/14/2017

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In Re:

WonderWork, Inc.,

Debtor.

Chapter 11

Case No.  
16-13607(MV)

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INTERVIEW OF HANA FUCHS

August 14, 2017

New York, New York

Reported by:

DEBRA STEVENS

Job no: 19383

INTERVIEW OF HANA FUCHS, taken by the Examiner, at the offices of Loeb & Loeb, 345 Park Avenue, New York, New York, on Monday, August 14, 2017, at 1:00 p.m., before DEBRA STEVENS, a Certified Realtime and Registered Professional Reporter and Notary Public within and for the State of New York.

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#### APPEARANCES:

LOEB & LOEB LLP  
Attorneys for Examiner  
345 Park Avenue  
New York, New York 10154-1895

BY: WALTER H. CURCHACK, ESQ.  
wchurchack@loeb.com  
JASON R. LILIEN, ESQ.  
jlilien@loeb.com

BETHANY SIMMONS, ESQ.  
bsimmons@loeb.com

CARTER LEDYARD & MILBURN LLP  
Attorneys for WonderWork, Inc.  
2 Wall Street  
New York, New York 10005

BY: LEONARDO TRIVIGNO, ESQ.  
trivigno@clm.com

#### ALSO PRESENT:

MICHAEL BERKIN,  
GoldinAssociates, LLC

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<p style="text-align: right;">Page 6</p> <p>1 H. Fuchs</p> <p>2 EXAMINATION BY</p> <p>3 MR. CURCHACK:</p> <p>4 Q. Good afternoon, Ms. Fuchs. My</p> <p>5 name is Walter Curchack and I represent</p> <p>6 Jason Lilien, sitting to my left today.</p> <p>7 As you know, Jason is the court-appointed</p> <p>8 Examiner in the WonderWork bankruptcy</p> <p>9 case.</p> <p>10 I will be asking a series of</p> <p>11 questions. The reporter will be taking</p> <p>12 your answers. While this interview isn't</p> <p>13 under oath, you appreciate the fact that</p> <p>14 we understand you will be telling us the</p> <p>15 truth.</p> <p>16 Please, when I ask a question,</p> <p>17 answer it audibly --</p> <p>18 A. Sure.</p> <p>19 Q. -- rather than just nodding or</p> <p>20 saying "mm-hmm" or something, so the</p> <p>21 reporter can get the answer. Okay?</p> <p>22 A. Yes.</p> <p>23 Q. Also with me today, as you</p> <p>24 heard, Bethany Simmons, my colleague;</p> <p>25 Jason, who we introduced; and Mike Berkin,</p>	<p style="text-align: right;">Page 8</p> <p>1 H. Fuchs</p> <p>2 us and we'll go and clear up what we need</p> <p>3 to clear up.</p> <p>4 We will be taking breaks,</p> <p>5 because I expect we will be going a fairly</p> <p>6 long time today. If at some point you</p> <p>7 want to take a break and we haven't called</p> <p>8 one, let us know and as soon as we get to</p> <p>9 an appropriate stopping point, we'll do</p> <p>10 that.</p> <p>11 Could you tell us where you</p> <p>12 live, Ms. Fuchs?</p> <p>13 A. I live at 60 Riverside Drive.</p> <p>14 It is on 78th Street and Riverside Drive,</p> <p>15 New York City.</p> <p>16 Q. Are you feeling okay today, no</p> <p>17 medication of any kind that could possibly</p> <p>18 affect your ability to answer?</p> <p>19 A. I feel okay.</p> <p>20 MR. CURCHACK: Off the record.</p> <p>21 (Discussion held off the</p> <p>22 record.)</p> <p>23 Q. Ms. Fuchs, did you do any</p> <p>24 preparation for this interview?</p> <p>25 A. Not really.</p>
<p style="text-align: right;">Page 7</p> <p>1 H. Fuchs</p> <p>2 who I think you have met before.</p> <p>3 A. Yes.</p> <p>4 Q. Mike is with the financial</p> <p>5 advisory firm of GoldinAssociates, which</p> <p>6 was also retained by the Examiner.</p> <p>7 I will be asking most of the</p> <p>8 questions today but, as I said before we</p> <p>9 started, because of the somewhat informal</p> <p>10 nature of the interview process here, from</p> <p>11 time to time Jason will probably be asking</p> <p>12 some questions, too. We might also ask</p> <p>13 Mike at some point to help phrase some of</p> <p>14 the questions correctly when we get into</p> <p>15 accounting specific questions. Okay?</p> <p>16 A. Okay.</p> <p>17 Q. Couple of boilerplate rules.</p> <p>18 Please wait for me to finish the question</p> <p>19 before you answer. If at any point you</p> <p>20 don't understand the question, just say so</p> <p>21 and we will try to rephrase it. If at</p> <p>22 some point during the interview you</p> <p>23 remember something that you want to add to</p> <p>24 an earlier answer or change an earlier</p> <p>25 answer, don't hesitate. Please just tell</p>	<p style="text-align: right;">Page 9</p> <p>1 H. Fuchs</p> <p>2 Q. Did you talk to anybody about it</p> <p>3 in advance?</p> <p>4 A. I spoke to Len a little bit</p> <p>5 about what to expect in terms of the</p> <p>6 procedure.</p> <p>7 Q. Did you look at any documents in</p> <p>8 preparation for the interview?</p> <p>9 A. I looked at one document, which</p> <p>10 was -- refreshed my memory on.</p> <p>11 Q. What document was that?</p> <p>12 A. The one on restricted donations</p> <p>13 and the donation process. It was</p> <p>14 something we put together.</p> <p>15 Q. I think we are going to get to</p> <p>16 that. Let's do it now.</p> <p>17 A. I don't remember the full name</p> <p>18 of it.</p> <p>19 Q. That's okay.</p> <p>20 A. "Donation process" I think it</p> <p>21 was called.</p> <p>22 Q. Let us show it to you and see if</p> <p>23 that is the one you are talking about.</p> <p>24 A. Okay.</p> <p>25 MS. SIMMONS: Let's move on and</p>



<p style="text-align: right;">Page 10</p> <p>1 H. Fuchs</p> <p>2 I will have them pull it.</p> <p>3 MR. CURCHACK: We'll come back</p> <p>4 to that. Okay.</p> <p>5 Q. Could you tell us about your</p> <p>6 education, please?</p> <p>7 A. Well, I went to Queens College</p> <p>8 and have a degree in math back in 1970.</p> <p>9 Bayside High School before that --</p> <p>10 Q. Just --</p> <p>11 A. That was it. No graduate</p> <p>12 school.</p> <p>13 Q. Have you ever taken any</p> <p>14 certifications or continuing education</p> <p>15 kind of programs?</p> <p>16 A. No, I haven't.</p> <p>17 Q. Let's turn to your employment</p> <p>18 history. What was your first job right</p> <p>19 out of college?</p> <p>20 A. I worked for Avon Products when</p> <p>21 I graduated as a -- I can't remember. We</p> <p>22 are talking 47 years ago.</p> <p>23 Okay. I worked for Avon</p> <p>24 Products, ended up, after 25 years, as</p> <p>25 director of internal audit. I started in</p>	<p style="text-align: right;">Page 12</p> <p>1 H. Fuchs</p> <p>2 as controller there?</p> <p>3 A. As controller? I was in charge</p> <p>4 of the day-to-day accounting and payroll</p> <p>5 and accounts payable. About maybe 15</p> <p>6 people.</p> <p>7 Q. So, your accounting experience</p> <p>8 really was learned on the job as opposed</p> <p>9 to formal education?</p> <p>10 A. That's correct.</p> <p>11 Q. So let's now take it from</p> <p>12 Children's Television Workshop to Smile</p> <p>13 Train. First of all, what caused you to</p> <p>14 leave Children's Television?</p> <p>15 A. I didn't really get along with</p> <p>16 the VP of finance -- the CFO, I should</p> <p>17 say. We had a difference of opinion, and</p> <p>18 I decided at that time -- they were doing</p> <p>19 a kind of layoff, so I kind of joined the</p> <p>20 crowd and got a nice severance -- I got a</p> <p>21 little severance package at the time.</p> <p>22 And one of the people I worked</p> <p>23 for at the Workshop left for Smile Train.</p> <p>24 Q. Who was that?</p> <p>25 (Pause.)</p>
<p style="text-align: right;">Page 11</p> <p>1 H. Fuchs</p> <p>2 their accounting department, moved into</p> <p>3 the systems department, and after that, I</p> <p>4 went into internal audit where I spent</p> <p>5 probably 15 out of the 25 years in that</p> <p>6 department.</p> <p>7 Final job was a director of</p> <p>8 international audit where we did financial</p> <p>9 and operational reviews of the facilities</p> <p>10 around the world.</p> <p>11 Q. Okay.</p> <p>12 A. After that -- you want the rest</p> <p>13 of my --</p> <p>14 Q. Sure.</p> <p>15 A. Sorry. From there I went to</p> <p>16 Sesame Workshop. It was called Children's</p> <p>17 Television Workshop when I was there. I</p> <p>18 was there for about two years as the vice</p> <p>19 president of -- vice president and</p> <p>20 controller. From there I moved to Smile</p> <p>21 Train --</p> <p>22 Q. Let me stop at Sesame Workshop a</p> <p>23 minute.</p> <p>24 A. Sure.</p> <p>25 Q. What were your responsibilities</p>	<p style="text-align: right;">Page 13</p> <p>1 H. Fuchs</p> <p>2 A. I'll remember it eventually.</p> <p>3 Q. That's why we let you go back.</p> <p>4 A. It's funny. He was the first --</p> <p>5 well, the second CEO at Smile Train.</p> <p>6 Q. So did he leave the Workshop to</p> <p>7 become CEO of Smile Train?</p> <p>8 A. Yes. He left before I left.</p> <p>9 Q. About how long before you left?</p> <p>10 Do you remember?</p> <p>11 A. Probably about six to eight</p> <p>12 months.</p> <p>13 Q. So this was what? Around</p> <p>14 2000 --</p> <p>15 A. 1999.</p> <p>16 Q. What was your first position at</p> <p>17 Smile Train?</p> <p>18 A. Smile Train, I was vice</p> <p>19 president of finance and administration.</p> <p>20 Q. And did -- what were your</p> <p>21 responsibilities in that position?</p> <p>22 A. Well, at that time Smile Train</p> <p>23 was a start-up, so it was really</p> <p>24 organizing the accounting department and</p> <p>25 the finance department and the HR</p>

<p style="text-align: right;">Page 14</p> <p>1 H. Fuchs</p> <p>2 department and keeping track of all of the</p> <p>3 expenses and payroll. Kind of wearing all</p> <p>4 the hats. It was a very small group,</p> <p>5 so -- it sounded good, though, the title.</p> <p>6 Q. Did you have people reporting to</p> <p>7 you while you were there?</p> <p>8 A. At Smile Train? Eventually,</p> <p>9 yes. No, the beginning, because it was</p> <p>10 about five or six people in total.</p> <p>11 Q. When did you grow -- when did it</p> <p>12 grow to the size that you needed help?</p> <p>13 A. After about six or seven years,</p> <p>14 I hired some staff.</p> <p>15 Baxter Urist, U-R-I-S-T.</p> <p>16 Q. That was the gentleman --</p> <p>17 A. He was at Children's Television</p> <p>18 Workshop and he moved to Smile Train.</p> <p>19 Sorry I blurted that out.</p> <p>20 Q. No problem.</p> <p>21 How long after you joined was it</p> <p>22 until Mr. Urist left?</p> <p>23 A. Probably about a year. Maybe</p> <p>24 less.</p> <p>25 Q. Do you recall the circumstances</p>	<p style="text-align: right;">Page 16</p> <p>1 H. Fuchs</p> <p>2 suggestions as to how to account for</p> <p>3 things?</p> <p>4 A. Such as?</p> <p>5 Q. Such as how to book donations,</p> <p>6 how to --</p> <p>7 A. No, not really. No.</p> <p>8 Q. Any --</p> <p>9 MR. LILIEN: Did your role at</p> <p>10 Smile Train include accounting?</p> <p>11 MS. FUCHS: Correct.</p> <p>12 MR. LILIEN: Can you just</p> <p>13 explain to us what that role was with</p> <p>14 respect to accounting?</p> <p>15 MS. FUCHS: Well, I did all of</p> <p>16 the accounting, all of -- whatever it</p> <p>17 entailed. Paying the bills, doing the</p> <p>18 payroll, booking the donations, doing</p> <p>19 the -- well, getting an accounting</p> <p>20 company in to do the financial reports</p> <p>21 that were required for the IRS filings</p> <p>22 and working with the marketing group</p> <p>23 in terms of how to report the</p> <p>24 donations and how they were getting</p> <p>25 them in.</p>
<p style="text-align: right;">Page 15</p> <p>1 H. Fuchs</p> <p>2 that caused him to leave?</p> <p>3 A. Not exactly.</p> <p>4 Q. Do you know who replaced him?</p> <p>5 A. Brian Mullaney.</p> <p>6 Q. So the first time you met Brian</p> <p>7 was in around 2000?</p> <p>8 A. Probably right, about 20,000.</p> <p>9 Q. At that point, when he came in</p> <p>10 he was the CEO of Smile Train?</p> <p>11 A. Acting CEO until he took the job</p> <p>12 permanently. I am not sure exactly the</p> <p>13 transition time, but...</p> <p>14 Q. So, you overlapped with him</p> <p>15 there for about 10 years more or less. Is</p> <p>16 that correct?</p> <p>17 A. Yes, that's correct.</p> <p>18 Q. During that time, did you and</p> <p>19 Brian have conversations about accounting</p> <p>20 practices?</p> <p>21 A. At Smile Train?</p> <p>22 Q. Yes.</p> <p>23 A. Can you be a little more</p> <p>24 specific?</p> <p>25 Q. Did Brian ever come to you with</p>	<p style="text-align: right;">Page 17</p> <p>1 H. Fuchs</p> <p>2 Kind of coming up with all the</p> <p>3 systems that needed -- that we needed</p> <p>4 to put together to have the company</p> <p>5 run smoothly.</p> <p>6 MR. LILIEN: In terms of how</p> <p>7 revenue, donations were recorded on</p> <p>8 the books and records of Smile Train,</p> <p>9 was that a function of yours?</p> <p>10 MS. FUCHS: That was my</p> <p>11 function. Correct.</p> <p>12 MR. LILIEN: Maybe that goes</p> <p>13 back to your question. Did you ever</p> <p>14 discuss that function with Brian?</p> <p>15 MS. FUCHS: Probably</p> <p>16 occasionally, but not when he first</p> <p>17 started. Towards -- when we had a</p> <p>18 board meeting, I had to prepare</p> <p>19 reports and things like that; we</p> <p>20 discussed it.</p> <p>21 Q. Did he ever suggest any changes</p> <p>22 in the way you were accounting for things?</p> <p>23 A. No.</p> <p>24 Q. You mentioned that payroll was</p> <p>25 one of your responsibilities?</p>

<p style="text-align: right;">Page 18</p> <p>1 H. Fuchs</p> <p>2 A. Correct.</p> <p>3 Q. Did Brian ever tell you -- ask</p> <p>4 you to handle his payroll in any way</p> <p>5 different than you were handling it before</p> <p>6 that?</p> <p>7 A. Well, in the beginning it was --</p> <p>8 well, we used ADP as our payroll firm, and</p> <p>9 every once in a while Brian would say he</p> <p>10 didn't want to be paid at a particular</p> <p>11 time, so to kind of defer his payroll.</p> <p>12 Q. Okay. And --</p> <p>13 A. So I'd keep track.</p> <p>14 Q. You'd keep track of what?</p> <p>15 A. What he was supposed to be</p> <p>16 earning versus what he actually was paid.</p> <p>17 Q. As part of your job as CFO, did</p> <p>18 you prepare W-2 forms for employees of</p> <p>19 Smile Train?</p> <p>20 A. ADP prepared those; yes.</p> <p>21 Q. When Brian took one of those</p> <p>22 deferrals, did it ever go from one fiscal</p> <p>23 year over into another fiscal year?</p> <p>24 A. Perhaps. I am not sure exactly.</p> <p>25 It's been a while. But it could have gone</p>	<p style="text-align: right;">Page 20</p> <p>1 H. Fuchs</p> <p>2 A. They were from Ernst &amp; Young.</p> <p>3 When I first joined, we didn't</p> <p>4 have an audit firm so I looked for an</p> <p>5 audit firm and we hired Mitchell &amp; Titus.</p> <p>6 Q. How long were they the auditors?</p> <p>7 A. Until I left in 2011.</p> <p>8 Q. Did those auditors ever question</p> <p>9 the practice -- raise any questions about</p> <p>10 the practice of deferring this payment?</p> <p>11 A. I would explain to them the</p> <p>12 procedure I used, and they were fine.</p> <p>13 Q. Okay.</p> <p>14 A. As well as the board.</p> <p>15 MR. LILIEN: You mentioned</p> <p>16 before ADP prepares the W-2's.</p> <p>17 MS. FUCHS: Correct.</p> <p>18 MR. LILIEN: Based on</p> <p>19 information that you had put into the</p> <p>20 system?</p> <p>21 MS. FUCHS: Correct.</p> <p>22 Q. What caused you to leave Smile</p> <p>23 Train?</p> <p>24 A. My employment was terminated.</p> <p>25 Q. Were you given a reason?</p>
<p style="text-align: right;">Page 19</p> <p>1 H. Fuchs</p> <p>2 from one year to the next.</p> <p>3 Q. If that were the case, what</p> <p>4 would his W-2 have reflected?</p> <p>5 A. Well, his W-2 would reflect his</p> <p>6 cash salary. Whatever he received.</p> <p>7 Q. And did you put anything on the</p> <p>8 books of the company that would reflect</p> <p>9 the deferred portion of his salary?</p> <p>10 A. Well, at the end of the year I</p> <p>11 would always talk to auditors and explain</p> <p>12 to them how Brian would or would not like</p> <p>13 his payroll. And it was on a separate</p> <p>14 ledger.</p> <p>15 MR. LILIEN: Let me ask, when</p> <p>16 you say end of year --</p> <p>17 MS. FUCHS: Fiscal year, when</p> <p>18 the auditors would come in and review</p> <p>19 the books.</p> <p>20 MR. LILIEN: The W-2's --</p> <p>21 A. The W-2's are end of the</p> <p>22 calendar year. But I always kept a</p> <p>23 separate ledger of Brian's payroll.</p> <p>24 Q. When you first joined Smile</p> <p>25 Train, who were the outside auditors?</p>	<p style="text-align: right;">Page 21</p> <p>1 H. Fuchs</p> <p>2 A. I was given a reason. It wasn't</p> <p>3 the right reason but I was given a reason.</p> <p>4 Q. What was the reason you were</p> <p>5 given?</p> <p>6 A. That -- at the time, that Smile</p> <p>7 Train was merging with Operation Smile,</p> <p>8 and my position was redundant.</p> <p>9 Q. What do you think the reason</p> <p>10 was?</p> <p>11 A. I think Charles Wang just didn't</p> <p>12 like me. I don't know honestly.</p> <p>13 Q. What was Mr. Wang's position --</p> <p>14 that is W-A-N-G; is that correct?</p> <p>15 A. W-A-N-G. Right.</p> <p>16 Q. What was his position with</p> <p>17 respect to Smile Train?</p> <p>18 A. Well, he was chairman of the</p> <p>19 board.</p> <p>20 Q. Had he been chairman the whole</p> <p>21 time you were there?</p> <p>22 A. Yes. Correct.</p> <p>23 Q. And to your knowledge, did he</p> <p>24 and Mr. Mullaney get along in your</p> <p>25 opinion?</p>

<p style="text-align: right;">Page 22</p> <p>1 H. Fuchs</p> <p>2 A. I thought they did. To my</p> <p>3 knowledge.</p> <p>4 Q. Did that change at some point?</p> <p>5 A. Probably, yes.</p> <p>6 Q. About when?</p> <p>7 A. I think probably about six</p> <p>8 months before my position was terminated.</p> <p>9 Q. Okay.</p> <p>10 A. Around that time. Maybe a</p> <p>11 little after that.</p> <p>12 Q. Did you leave Smile Train before</p> <p>13 or after Mr. Mullaney left?</p> <p>14 A. Well, I left after him, but</p> <p>15 his -- he was -- well, according to my</p> <p>16 understanding, he was supposed to be a</p> <p>17 consultant for a certain amount of time.</p> <p>18 So at the time my job was terminated, I</p> <p>19 thought he was still, had this consulting</p> <p>20 position. But apparently that wasn't</p> <p>21 quite right.</p> <p>22 Q. Were you processing payroll for</p> <p>23 him after he left or using a 1099?</p> <p>24 A. He wasn't -- he wasn't -- when I</p> <p>25 left, it was his last payroll. It was</p>	<p style="text-align: right;">Page 24</p> <p>1 H. Fuchs</p> <p>2 email?</p> <p>3 (Pause.)</p> <p>4 A. Sounds familiar. I mean, this</p> <p>5 sounds like I must have read it already,</p> <p>6 so I am sure I did receive it. My name is</p> <p>7 on it.</p> <p>8 Q. Were you offered severance when</p> <p>9 you left Smile Train?</p> <p>10 A. Yes, I was.</p> <p>11 Q. Did you take it?</p> <p>12 A. No, I didn't.</p> <p>13 Q. Why not?</p> <p>14 A. I disagreed with the terms that</p> <p>15 were in the agreement.</p> <p>16 Q. What terms did you disagree</p> <p>17 with?</p> <p>18 A. Particularly that I could not</p> <p>19 work for Brian Mullaney or even volunteer</p> <p>20 for Brian Mullaney or do anything for him.</p> <p>21 Q. So when -- did Mr. Mullaney</p> <p>22 offer you a position at WonderWork?</p> <p>23 A. He did, yes.</p> <p>24 Q. What did that happen?</p> <p>25 A. Probably around -- around</p>
<p style="text-align: right;">Page 23</p> <p>1 H. Fuchs</p> <p>2 payroll. I don't know after that what his</p> <p>3 payroll was.</p> <p>4 Q. So the record is clear, when he</p> <p>5 left, that was the last payroll that you</p> <p>6 saw for him?</p> <p>7 A. Correct. My timing might be off</p> <p>8 about the consultant part. I am not sure.</p> <p>9 Q. Did you subsequently learn a</p> <p>10 little bit more about why Mr. Mullaney</p> <p>11 left Smile Train?</p> <p>12 A. Whatever -- I learned things but</p> <p>13 I don't know how true some of them were,</p> <p>14 so I really don't feel like I know enough</p> <p>15 to say why he actually left.</p> <p>16 Q. I am going to show you an email</p> <p>17 we'll be marking as Exhibit Fuchs 1.</p> <p>18 (So marked for identification as</p> <p>19 (Fuchs Exhibit 1.)</p> <p>20 Q. For the record, we have marked</p> <p>21 as Exhibit Fuchs 1 a two-page email from</p> <p>22 Brian Mullaney to Karen Lazarus, Hana</p> <p>23 Fuchs and DeLois Greenwood dated Sunday,</p> <p>24 December 18, 2011.</p> <p>25 Do you recall receiving this</p>	<p style="text-align: right;">Page 25</p> <p>1 H. Fuchs</p> <p>2 October 2011, when -- yeah. That was</p> <p>3 about right. October. I left Smile Train</p> <p>4 February 2011.</p> <p>5 Q. So did you have any employment</p> <p>6 between February of 2011 when you left</p> <p>7 Smile Train and October?</p> <p>8 A. No.</p> <p>9 Q. Did you maintain contact with</p> <p>10 Mr. Mullaney during that period?</p> <p>11 A. We spoke. I am sure I received</p> <p>12 some emails.</p> <p>13 Q. Did you get sued by Smile Train</p> <p>14 at some point?</p> <p>15 A. Yes, I did. I actually sued</p> <p>16 them and then they countersued me.</p> <p>17 Q. What did you sue them for?</p> <p>18 A. For wrongful termination.</p> <p>19 Q. And what did they sue you for?</p> <p>20 A. For everything, for my salary</p> <p>21 for 12 -- for numerous things that they</p> <p>22 felt were suable.</p> <p>23 Q. Did you have to hire a lawyer?</p> <p>24 A. Yes, I did.</p> <p>25 Q. Who paid for the lawyer?</p>

7 (Pages 22 to 25)

<p style="text-align: right;">Page 26</p> <p>1 H. Fuchs</p> <p>2 A. I did.</p> <p>3 Q. Did you ever receive anything</p> <p>4 from WonderWork to help you -- to help</p> <p>5 mitigate those costs?</p> <p>6 A. No, I didn't.</p> <p>7 Q. Did you ever receive anything</p> <p>8 from Mr. Mullaney to help with those</p> <p>9 costs?</p> <p>10 A. No, I didn't.</p> <p>11 Q. How did that lawsuit end up?</p> <p>12 A. Well, it was -- it was dropped</p> <p>13 without prejudice by both parties.</p> <p>14 Q. Was there a settlement in</p> <p>15 connection with that?</p> <p>16 A. No, there wasn't.</p> <p>17 MR. LILIEN: Can you clarify</p> <p>18 what they countersued you for?</p> <p>19 MS. FUCHS: Oh, pretty much for</p> <p>20 my entire salary for the 11 years I</p> <p>21 was working there. That's what I</p> <p>22 remember the most. They wanted me to</p> <p>23 pay back.</p> <p>24 Q. Did they say why they wanted you</p> <p>25 to pay it back?</p>	<p style="text-align: right;">Page 28</p> <p>1 H. Fuchs</p> <p>2 of WonderWork?</p> <p>3 MS. FUCHS: That's correct.</p> <p>4 Yes.</p> <p>5 MR. LILIEN: Do you recall what</p> <p>6 the content of those conversations or</p> <p>7 those emails or what help you provided</p> <p>8 him?</p> <p>9 MS. FUCHS: Well, I am not sure</p> <p>10 if they were emails or conversations,</p> <p>11 but he was still talking to Smile</p> <p>12 Train, trying to get -- he was working</p> <p>13 with some of the board members trying</p> <p>14 to get our severance approved because</p> <p>15 there was that agreement that we had.</p> <p>16 And they seemed to come to certain</p> <p>17 terms but never fully approved.</p> <p>18 So, we were still hoping that we</p> <p>19 could get a severance package, which</p> <p>20 then I would have dropped my lawsuit,</p> <p>21 but we didn't. And he would -- he</p> <p>22 would tell us that he thought maybe it</p> <p>23 was working or there was a board</p> <p>24 meeting that he might have told us</p> <p>25 they talked about it.</p>
<p style="text-align: right;">Page 27</p> <p>1 H. Fuchs</p> <p>2 A. You know, I can't remember. I</p> <p>3 am sure it was -- they had a reason there,</p> <p>4 but one of those things that I forgot.</p> <p>5 Q. Did they sue anybody else at the</p> <p>6 same time?</p> <p>7 A. Not that I know of.</p> <p>8 Q. Do you remember whether it was a</p> <p>9 federal court or a state court that they</p> <p>10 sued you in?</p> <p>11 A. Well, it was a countersuit to my</p> <p>12 suit, which must -- it must have been</p> <p>13 state. I don't remember what court it was</p> <p>14 in. Sorry.</p> <p>15 Q. That's okay.</p> <p>16 MR. LILIEN: I am sorry.</p> <p>17 Between February and November, you</p> <p>18 mentioned there was no employment.</p> <p>19 Were you consulting for anyone? Were</p> <p>20 you working in any capacity?</p> <p>21 MS. FUCHS: No. I was</p> <p>22 collecting unemployment.</p> <p>23 MR. LILIEN: During that period</p> <p>24 when you said you talked or had emails</p> <p>25 with Brian, was it about the formation</p>	<p style="text-align: right;">Page 29</p> <p>1 H. Fuchs</p> <p>2 Within, I guess it must have</p> <p>3 been around that summertime he was</p> <p>4 thinking of starting WonderWork --</p> <p>5 well, Surgery For The Poor.</p> <p>6 Q. When you referred to the</p> <p>7 agreement just now, is that the severance</p> <p>8 agreement --</p> <p>9 A. The severance agreement.</p> <p>10 Q. -- that they had offered you but</p> <p>11 had conditions that you didn't like?</p> <p>12 A. Correct.</p> <p>13 Q. And you said -- you also used</p> <p>14 the word "us" so I take it there were</p> <p>15 others who were in a similar position?</p> <p>16 A. Well, DeLois, Karen and I were</p> <p>17 all offered severance agreements that we</p> <p>18 turned down.</p> <p>19 Q. Were you all terminated at the</p> <p>20 same time?</p> <p>21 A. Yes. That's correct.</p> <p>22 Q. What is your current title at</p> <p>23 wonder work?</p> <p>24 A. Chief financial officer.</p> <p>25 Q. Has that changed over time?</p>

<p style="text-align: right;">Page 30</p> <p>1 H. Fuchs</p> <p>2 A. No.</p> <p>3 Q. Was there anybody in a similar</p> <p>4 capacity at WonderWork before you joined</p> <p>5 it?</p> <p>6 A. No.</p> <p>7 Q. What were your responsibilities</p> <p>8 when you started?</p> <p>9 A. When I started at Surgery For</p> <p>10 the Poor/WonderWork, my responsibilities</p> <p>11 were to develop a financial system,</p> <p>12 develop payroll, HR, and work with Help Me</p> <p>13 See to help them develop similar systems.</p> <p>14 Q. What was your understanding of</p> <p>15 the relation between Help Me See and</p> <p>16 WonderWork?</p> <p>17 A. My understanding was that we</p> <p>18 were -- WonderWork was to supply them with</p> <p>19 back office responsibilities for keeping</p> <p>20 the books and records, doing certain</p> <p>21 direct mail, which is kind of not in my</p> <p>22 wheel house. But direct mail and other</p> <p>23 marketing things.</p> <p>24 But my position was to set up</p> <p>25 accounting policies and procedures, set up</p>	<p style="text-align: right;">Page 32</p> <p>1 H. Fuchs</p> <p>2 were donations that you had raised at</p> <p>3 WonderWork?</p> <p>4 A. WonderWork/Surgery For the Poor.</p> <p>5 We did our own direct mail in addition to</p> <p>6 working with Help Me See.</p> <p>7 Q. Did Help Me See send out its own</p> <p>8 direct mail at that time?</p> <p>9 A. I don't remember quite how their</p> <p>10 direct mail program worked. But I think</p> <p>11 they did. I don't know. I can't</p> <p>12 remember.</p> <p>13 Q. Was Surgery For The Poor -- at</p> <p>14 the time that Help Me See and Surgery For</p> <p>15 The Poor were working together, Surgery</p> <p>16 For The Poor would be sending out</p> <p>17 solicitation mailings. Is that correct?</p> <p>18 A. Yes, that's correct.</p> <p>19 Q. And were you or was Surgery For</p> <p>20 The Poor sending out mailings on behalf of</p> <p>21 Help Me See, also?</p> <p>22 A. I don't remember that.</p> <p>23 Q. Okay.</p> <p>24 A. I don't remember how that direct</p> <p>25 mail program worked.</p>
<p style="text-align: right;">Page 31</p> <p>1 H. Fuchs</p> <p>2 their QuickBooks, PayPal, ways of getting</p> <p>3 donations.</p> <p>4 Q. Were you compensated by HMS for</p> <p>5 any of that separately from what you</p> <p>6 were --</p> <p>7 A. No, I wasn't.</p> <p>8 Q. Do you remember how much</p> <p>9 WonderWork was supposed to get paid by</p> <p>10 Help Me See?</p> <p>11 A. They were supposed to pay us</p> <p>12 \$166,000 a month for the services we were</p> <p>13 providing. I think we were supposed to</p> <p>14 then give them certain grants or rebates</p> <p>15 in exchange. However, the partnership</p> <p>16 didn't last very long.</p> <p>17 Q. You say grants or rebates.</p> <p>18 Could you explain that a little bit?</p> <p>19 A. Well, the money that was -- that</p> <p>20 we were raising, we were supposed to give</p> <p>21 them certain grants. I can't specifically</p> <p>22 say how much and for what at this point,</p> <p>23 but I remember we did give them a grant</p> <p>24 for Help Me See at one point.</p> <p>25 Q. And the source of those funds</p>	<p style="text-align: right;">Page 33</p> <p>1 H. Fuchs</p> <p>2 Q. Was there anything, to your</p> <p>3 recollection, in the mailings sent by</p> <p>4 Surgery For The Poor that would indicate</p> <p>5 that those funds would be going to Help Me</p> <p>6 See?</p> <p>7 A. To my recollection, our mailings</p> <p>8 were for burns, clubfoot, hydrocephalus</p> <p>9 and -- water on the brain and hole in the</p> <p>10 heart.</p> <p>11 Q. Go back to look at the long</p> <p>12 email again. On the last page, last major</p> <p>13 paragraph, it talks about a year-end</p> <p>14 bonus. Did you ever receive that?</p> <p>15 A. Not to my recollection.</p> <p>16 Q. So how were you compensated at</p> <p>17 WonderWork?</p> <p>18 A. Currently?</p> <p>19 Q. Let's start at the beginning and</p> <p>20 go forward.</p> <p>21 A. Oh. When I started, my</p> <p>22 compensation was 200,000 annually for</p> <p>23 three years, and then it was reduced. We</p> <p>24 took a pay cut of 40 percent to 160. And</p> <p>25 then FY -- the beginning of FY '17, last</p>

<p style="text-align: right;">Page 34</p> <p>1 H. Fuchs</p> <p>2 July, I was planning on working part time</p> <p>3 towards retirement, so I was going to -- I</p> <p>4 started to work two and a half days a week</p> <p>5 at 95,000.</p> <p>6 Q. You said, I think, 40 percent</p> <p>7 reduction, but did you mean to say a</p> <p>8 \$40,000 reduction?</p> <p>9 A. Oh, 20 percent -- to 160.</p> <p>10 Sorry. You are correct.</p> <p>11 MR. LILIEN: Who received those</p> <p>12 reductions?</p> <p>13 MS. FUCHS: Karen, DeLois,</p> <p>14 myself. I think that was it.</p> <p>15 MR. LILIEN: What prompted the</p> <p>16 reductions?</p> <p>17 MS. FUCHS: Well, we were trying</p> <p>18 to save money and we were looking at</p> <p>19 certain costs and work that was being</p> <p>20 done.</p> <p>21 MR. LILIEN: Was that directed</p> <p>22 by the board, or did Brian come up</p> <p>23 with that?</p> <p>24 MS. FUCHS: Brian asked us about</p> <p>25 it. We agreed and he presented it to</p>	<p style="text-align: right;">Page 36</p> <p>1 H. Fuchs</p> <p>2 an increase?</p> <p>3 A. Well, I took a pay cut because I</p> <p>4 was working part time, so --</p> <p>5 Q. So the increases for the other</p> <p>6 people that got reduced went into effect</p> <p>7 at the beginning of fiscal year '17?</p> <p>8 A. Yes, I think so. Yes.</p> <p>9 Q. Last summer?</p> <p>10 A. Yes. Last summer. Seems like a</p> <p>11 long time ago. Yes. But they weren't</p> <p>12 back up to the percentage that was</p> <p>13 reduced.</p> <p>14 MR. LILIEN: Do you know roughly</p> <p>15 what the percentage of increase was?</p> <p>16 MS. FUCHS: Normally around</p> <p>17 7 percent, but I can't tell you</p> <p>18 exactly what it was at that time. But</p> <p>19 we go around that.</p> <p>20 MR. LILIEN: What justified the</p> <p>21 increase? What prompted the increase?</p> <p>22 MS. FUCHS: We had a great year.</p> <p>23 People working really hard.</p> <p>24 MR. LILIEN: What year is this?</p> <p>25 MS. FUCHS: FY '15 slash -- FY</p>
<p style="text-align: right;">Page 35</p> <p>1 H. Fuchs</p> <p>2 the board.</p> <p>3 MR. LILIEN: Did Brian get a</p> <p>4 similar reduction?</p> <p>5 MS. FUCHS: As of that time, no.</p> <p>6 Q. And that reduction stayed in</p> <p>7 place until you decided to go part time?</p> <p>8 A. For me, yes. Well, other people</p> <p>9 had gotten increases, so...</p> <p>10 MR. LILIEN: Had gotten</p> <p>11 increases?</p> <p>12 MS. FUCHS: When I got the</p> <p>13 reduction, because it was a new fiscal</p> <p>14 year and the beginning of the year we</p> <p>15 look at increases.</p> <p>16 MR. LILIEN: I am sorry. Are</p> <p>17 the increases factored in after the</p> <p>18 reductions or did people, instead of</p> <p>19 getting reductions, get increases?</p> <p>20 MS. FUCHS: No. Sorry. I</p> <p>21 probably confused everybody. We took</p> <p>22 the reductions. They stayed in place</p> <p>23 until we did the FY '16 budget, and</p> <p>24 then people were given increase.</p> <p>25 Q. Were you one of the people given</p>	<p style="text-align: right;">Page 37</p> <p>1 H. Fuchs</p> <p>2 '15 year.</p> <p>3 MR. LILIEN: You had a great</p> <p>4 year.</p> <p>5 MS. FUCHS: We had a good year.</p> <p>6 A good year. And people were working</p> <p>7 really hard. And normally on an</p> <p>8 annual basis we do performance reviews</p> <p>9 and...</p> <p>10 MR. CURCHACK: I am going to ask</p> <p>11 the reporter to now mark as Exhibit</p> <p>12 Fuchs 2 a document with production</p> <p>13 numbers WON 01770 through 01782.</p> <p>14 (So marked for identification as</p> <p>15 Fuchs Exhibit 2.)</p> <p>16 Q. I would like to ask you when you</p> <p>17 get it to just look at the second page.</p> <p>18 If you look at that page, it's a</p> <p>19 chart with titles, people's names and then</p> <p>20 several other columns, one of which is</p> <p>21 "Salary." For you, it says \$160,000. Do</p> <p>22 you see that line?</p> <p>23 A. Yes.</p> <p>24 Q. Next to that is \$8,000 under a</p> <p>25 column labeled "5 Percent." Can you tell</p>

<p style="text-align: right;">Page 38</p> <p>1 H. Fuchs</p> <p>2 me what that represents?</p> <p>3 A. The 5 percent?</p> <p>4 Q. Yes.</p> <p>5 A. Was the bonus calculation for</p> <p>6 2015. I mean, that's what it says here.</p> <p>7 MR. TRIVIGNO: Look at the rest.</p> <p>8 Q. Feel free to look at it. It is</p> <p>9 just ADP records.</p> <p>10 Did you receive an \$8,000 bonus</p> <p>11 at the end of fiscal '17?</p> <p>12 A. Yes, that's correct.</p> <p>13 Q. Then the next column says</p> <p>14 "Total", and it's calendar '15. Next to</p> <p>15 your name it says \$173,333.40.</p> <p>16 Can you tell me what that number</p> <p>17 represents?</p> <p>18 A. I think I know but I must look.</p> <p>19 To my recollection, that would</p> <p>20 have been the total salary for 2015.</p> <p>21 Q. Did you receive a bonus during</p> <p>22 calendar year 2015?</p> <p>23 A. Yes, I did. The 160, the annual</p> <p>24 salary of the 160 was the FY '15 amount of</p> <p>25 my salary. And had I added in -- if I</p>	<p style="text-align: right;">Page 40</p> <p>1 H. Fuchs</p> <p>2 numbers lower, not higher? I would</p> <p>3 think --</p> <p>4 MS. FUCHS: Which is lower?</p> <p>5 MR. LILIEN: Looking at Tiffany</p> <p>6 Carson, for example.</p> <p>7 MS. FUCHS: Because I -- I think</p> <p>8 it depends when she started. But I</p> <p>9 don't have the start date, but let me</p> <p>10 take a look.</p> <p>11 She was hired --</p> <p>12 MR. TRIVIGNO: 1779 is the page</p> <p>13 she is looking at.</p> <p>14 MS. FUCHS: She was hired in</p> <p>15 June of 2014, which would have been</p> <p>16 the starter for salary. She started</p> <p>17 June 2, 2014, which is FY -- FY '15.</p> <p>18 She would have been at the 60,000</p> <p>19 mark. But the calendar year would</p> <p>20 have been -- well, I'd have to look it</p> <p>21 up. I am not making sense.</p> <p>22 It was -- the calendar year</p> <p>23 should have all been calculated the</p> <p>24 same way from January to December of</p> <p>25 2015, whereas the annual salary was</p>
<p style="text-align: right;">Page 39</p> <p>1 H. Fuchs</p> <p>2 would have added in the whole calendar</p> <p>3 year for 2015, then I would have gotten</p> <p>4 173,000.</p> <p>5 So, there were two options here,</p> <p>6 the annual salary versus the calendar year</p> <p>7 salary to do this calculation. Am I</p> <p>8 making sense?</p> <p>9 Q. Let me ask a foundational</p> <p>10 question. What does this chart represent?</p> <p>11 A. Well, as I recall, Brian had</p> <p>12 asked me what everybody's salary was and</p> <p>13 he wanted to give -- he wanted to see what</p> <p>14 a 5 percent bonus would be. So I took the</p> <p>15 actual annual salary that we were given at</p> <p>16 the fiscal year versus what the calendar</p> <p>17 would have been had we extended it out,</p> <p>18 which included the higher salary that I</p> <p>19 was given before the reduction -- that</p> <p>20 everybody was given.</p> <p>21 So, the calendar year, if you</p> <p>22 add in the total of the 200 for the first</p> <p>23 six months and the 160 for the second six</p> <p>24 months, you would have gotten this 173.</p> <p>25 MR. LILIEN: Why are some</p>	<p style="text-align: right;">Page 41</p> <p>1 H. Fuchs</p> <p>2 the fiscal year, FY '16, and I would</p> <p>3 have to go back to my payroll detail.</p> <p>4 I don't have that spreadsheet.</p> <p>5 Q. Okay.</p> <p>6 So, in the approximately six</p> <p>7 years you have been working at WonderWork</p> <p>8 or Surgery For The Poor, did your</p> <p>9 responsibilities change?</p> <p>10 A. No. My responsibilities</p> <p>11 remained the same.</p> <p>12 Q. When did you meet DeLois</p> <p>13 Greenwood?</p> <p>14 A. I met DeLois Greenwood at Smile</p> <p>15 Train when I started working there.</p> <p>16 Q. So she was there before you?</p> <p>17 A. That's correct.</p> <p>18 Q. When did you meet Karen Lazarus?</p> <p>19 A. I met Karen about maybe a year</p> <p>20 after I started.</p> <p>21 Q. Is that when she joined Smile</p> <p>22 Train?</p> <p>23 A. That's correct.</p> <p>24 Q. So until you were at Smile</p> <p>25 Train, you hadn't met Mr. Mullaney or</p>



<p style="text-align: right;">Page 42</p> <p>1 H. Fuchs  2 either Ms. Greenwood or Ms. Lazarus?  3 A. That's correct.  4 Q. Were you involved at all in  5 developing the business plan for  6 WonderWork?  7 A. I didn't develop a plan per se,  8 but I assisted in some of the numbers,  9 writing some of the numbers for Brian.  10 But his business plan, he developed.  11 MR. LILIEN: What does that  12 mean, writing the business?  13 MS. FUCHS: Running the numbers.  14 If he wanted to see something 5 years  15 into the future, he would give me the  16 parameters as to how to calculate  17 them. Like if X donations increased  18 by 10 percent over the years -- and  19 this is just an example -- then I  20 would do a spreadsheet on that.  21 MR. LILIEN: And what were the  22 columns you were filling in? What  23 were the end numbers you were trying  24 to come up with? Revenues? Net  25 assets? What?</p>	<p style="text-align: right;">Page 44</p> <p>1 H. Fuchs  2 We used the same type of  3 accounting. QuickBooks I used at  4 Smile Train in the beginning. Using  5 QuickBooks at WonderWork. Payroll,  6 the same, of ADP. So, in that  7 respect, yes.  8 Q. When you joined Surgery For The  9 Poor initially -- if it's okay with you, I  10 am going to say WonderWork?  11 A. Sure.  12 Q. And we all know the name  13 changed, but if we are talking about a  14 period before the name change, you will  15 understand I mean --  16 A. That is fine. I agree.  17 Q. When you first joined, who was  18 handling the payroll for WonderWork?  19 A. When I joined WonderWork, there  20 was no payroll system in place.  21 Q. So did you develop that payroll  22 system?  23 A. Yes. Called ADP January 2012.  24 Prior to that, I had an accounting person  25 come in and run the numbers for me so I</p>
<p style="text-align: right;">Page 43</p> <p>1 H. Fuchs  2 MS. FUCHS: Best of my  3 recollection, it would be revenue,  4 expense, grants.  5 Q. Did you have any input into that  6 business plan or that budget that was  7 based on numbers provided to you other  8 than the numbers that you got from Brian?  9 A. No, not to my recollection.  10 MR. LILIEN: Were you utilizing  11 your experience at Smile Train in any  12 way in coming up with those numbers?  13 MS. FUCHS: I guess so.  14 MR. LILIEN: Can you be a little  15 more specific?  16 MS. FUCHS: Well, our business  17 at Smile Train was granting money to  18 hospitals, having them do the  19 surgeries and then, you know, giving  20 them funding as they grew.  21 So, similarly, we grant money to  22 the hospitals to perform the  23 surgeries, except it's different types  24 of surgery. So, a similar type of  25 model.</p>	<p style="text-align: right;">Page 45</p> <p>1 H. Fuchs  2 could make the payments, tax payments.  3 Q. Okay.  4 A. But that was just October,  5 November, December of 2011.  6 Q. When did Mr. Mullaney first  7 defer some portion of his salary, to your  8 knowledge?  9 A. I would have to look at my  10 payroll records. I can't give you a  11 specific date.  12 Q. Did Mr. Mullaney ever make a  13 loan to WonderWork?  14 A. There was initially, when the  15 organization started, he -- before I  16 actually did the accounting, there was a  17 payment made to WonderWork from  18 Mr. Mullaney as a loan.  19 Q. Did that get repaid?  20 A. Yes, it did.  21 Q. Do you remember how much the  22 loan was?  23 A. I am thinking it was \$50,000.  24 Q. And do you know where the funds  25 to make that loan came from?</p>

<p style="text-align: right;">Page 46</p> <p>1 H. Fuchs</p> <p>2 A. No, I don't.</p> <p>3 MR. CURCHACK: I am going to ask</p> <p>4 the reporter to mark as Exhibit Fuchs</p> <p>5 3 a five-page document labeled,</p> <p>6 "Donations Process Overview" dated</p> <p>7 June 30, 2017.</p> <p>8 (So marked for identification as</p> <p>9 Fuchs Exhibit 3.)</p> <p>10 Q. Is this the document you were</p> <p>11 referring to before as the donations</p> <p>12 process?</p> <p>13 A. Yes.</p> <p>14 Q. This document is dated June 30,</p> <p>15 2017. Do you recall when you started to</p> <p>16 prepare it?</p> <p>17 A. Well, to the best of my</p> <p>18 recollection, it was done in phases, and</p> <p>19 the marketing group started first. I</p> <p>20 reviewed part of it and then the final</p> <p>21 piece I added, which was the fund</p> <p>22 accounting reconciliation on page 4.</p> <p>23 Q. And when did you first start</p> <p>24 working on your part of this?</p> <p>25 A. I probably started documenting</p>	<p style="text-align: right;">Page 48</p> <p>1 H. Fuchs</p> <p>2 WonderWork?</p> <p>3 A. So, to be clear, did it change</p> <p>4 on my side, or did it change on</p> <p>5 marketing's side? I am not sure --</p> <p>6 Q. On your side, with respect to</p> <p>7 your roles.</p> <p>8 A. Yes. We changed -- I changed</p> <p>9 the part about how the restricted</p> <p>10 donations were recorded based on linking</p> <p>11 the donations to an appeal, which is on</p> <p>12 two.</p> <p>13 Q. Was the practice of doing that</p> <p>14 linkage conducted prior to the time that</p> <p>15 this document was prepared?</p> <p>16 A. To my knowledge, yes. This was</p> <p>17 always -- donations were always linked to</p> <p>18 an appeal in the marketing department on</p> <p>19 their database.</p> <p>20 Q. And was that -- were those</p> <p>21 markings carried through into the</p> <p>22 financial statements of WonderWork?</p> <p>23 A. We started carrying them through</p> <p>24 for FY '16. They weren't linked prior to</p> <p>25 that by me because in the past I wasn't</p>
<p style="text-align: right;">Page 47</p> <p>1 H. Fuchs</p> <p>2 this around the time the auditors came in</p> <p>3 April, and we finished it June 30th.</p> <p>4 Q. Which auditors are you referring</p> <p>5 to?</p> <p>6 A. BDO.</p> <p>7 Q. Until BDO became involved, was</p> <p>8 there any similar document that laid out</p> <p>9 the donations process?</p> <p>10 A. Not as comprehensive as this.</p> <p>11 MR. LILIEN: Can you give some</p> <p>12 more clarity to that?</p> <p>13 MS. FUCHS: I had write-ups on</p> <p>14 certain of this, pieces of this. But</p> <p>15 not as detailed.</p> <p>16 MR. LILIEN: Where were those</p> <p>17 write-ups?</p> <p>18 MS. FUCHS: Normally the</p> <p>19 auditors take them. I write them up.</p> <p>20 The auditor, KPMG and BDO, writing</p> <p>21 something up for them as to how it</p> <p>22 works.</p> <p>23 Q. Did the process of -- did any of</p> <p>24 the processes referred to in this document</p> <p>25 change over the course of your time at</p>	<p style="text-align: right;">Page 49</p> <p>1 H. Fuchs</p> <p>2 using this piece of knowledge to record</p> <p>3 the WonderWork donations.</p> <p>4 MR. LILIEN: To clarify, you</p> <p>5 mentioned you started working on this</p> <p>6 in connection with the audit by BDO.</p> <p>7 MS. FUCHS: That's correct.</p> <p>8 MR. LILIEN: When you mentioned</p> <p>9 fiscal '16, I want to be clear you are</p> <p>10 saying that in connection with the BDO</p> <p>11 audit and their guidance they are</p> <p>12 giving to you? I don't want to put</p> <p>13 words in your mouth but I want to make</p> <p>14 sure I understand.</p> <p>15 MS. FUCHS: That's correct. In</p> <p>16 connection to their guidance, we went</p> <p>17 back and looked at FY '15 because of</p> <p>18 the way -- because of the procedures</p> <p>19 we were using for FY '16. And so BDO</p> <p>20 wanted to affirm that it was the same</p> <p>21 in FY '15, which KPMG did that audit.</p> <p>22 Q. Was it the same?</p> <p>23 A. For WonderWork donations, no.</p> <p>24 Q. And how was it different?</p> <p>25 A. For the WonderWork</p>

<p style="text-align: right;">Page 50</p> <p>1 H. Fuchs</p> <p>2 contributions, I was not linking the</p> <p>3 donation to the appeal. The other -- the</p> <p>4 other causes, very simply, are restricted</p> <p>5 based on the cause. People donate money</p> <p>6 to Burn Rescue, First Step, 20/20/20.</p> <p>7 However, when they donate money to</p> <p>8 WonderWork, it was always a WonderWork</p> <p>9 account unless specifically on the check</p> <p>10 or letter it would say, "Please use this</p> <p>11 money for blindness, please use this money</p> <p>12 for clubfoot." Then it would become</p> <p>13 restricted to that cause.</p> <p>14 But if it was just WonderWork, I</p> <p>15 never went back to check on the appeal,</p> <p>16 which was...</p> <p>17 Q. How did you know when a check</p> <p>18 came into WonderWork -- let me rephrase</p> <p>19 that.</p> <p>20 Prior to 2016, when a check came</p> <p>21 into WonderWork and had some notation on</p> <p>22 it such as "for surgery" or "for</p> <p>23 blindness," how was that booked in</p> <p>24 WonderWork's account? As a restricted or</p> <p>25 unrestricted donation?</p>	<p style="text-align: right;">Page 52</p> <p>1 H. Fuchs</p> <p>2 retained and you were looking at</p> <p>3 fiscal year '16 to evaluate what was</p> <p>4 done in '16?</p> <p>5 MS. FUCHS: Well, we had a</p> <p>6 restricted WonderWork account, but it</p> <p>7 was at that time, before BDO started,</p> <p>8 only one donation in there, which was</p> <p>9 restricted for a medical records</p> <p>10 database.</p> <p>11 MR. LILIEN: So during what time</p> <p>12 period, approximately what time did</p> <p>13 you start revisiting WonderWork and</p> <p>14 the practice for WonderWork?</p> <p>15 MS. FUCHS: Actually, before</p> <p>16 BDO. Probably around January of 2017.</p> <p>17 Q. Do you recall -- whose decision</p> <p>18 was it to go back to January of '16 --</p> <p>19 excuse me. January of 2017 and look at</p> <p>20 that?</p> <p>21 A. I think it was a joint decision</p> <p>22 between our lawyers and Brian, us. I am</p> <p>23 not sure exactly who made the decision.</p> <p>24 Q. Does DMP play any role in the</p> <p>25 funds processing process?</p>
<p style="text-align: right;">Page 51</p> <p>1 H. Fuchs</p> <p>2 A. If it specifically said on the</p> <p>3 check or if there was a letter attached to</p> <p>4 the check, it would be restricted to the</p> <p>5 cause, but not to WonderWork. There was</p> <p>6 not a WonderWork-restricted account at</p> <p>7 that time.</p> <p>8 The WonderWork checks came</p> <p>9 directly to the office for the most part.</p> <p>10 The address on the reply on the envelope</p> <p>11 was usually our office address, so I</p> <p>12 opened the mail and I would see the check,</p> <p>13 and I would see what it said on the check.</p> <p>14 And that's how it became either restricted</p> <p>15 or unrestricted.</p> <p>16 The marketing department then</p> <p>17 was able to check in their database what</p> <p>18 mail piece the donor received to determine</p> <p>19 what -- why they sent the money.</p> <p>20 Q. So did you maintain a restricted</p> <p>21 and an unrestricted account for WonderWork</p> <p>22 itself during this period?</p> <p>23 A. Not until FY '16.</p> <p>24 MR. LILIEN: You mean during the</p> <p>25 fiscal year '16 or after BDO was</p>	<p style="text-align: right;">Page 53</p> <p>1 H. Fuchs</p> <p>2 A. DMP, our caging company?</p> <p>3 Q. Yes.</p> <p>4 A. They get most of the -- they get</p> <p>5 the majority of the direct mail pieces.</p> <p>6 They are mailed to a post office box in</p> <p>7 Maryland. And they -- their role is to</p> <p>8 get the mail, sort it out, process the</p> <p>9 checks, update the database based on the</p> <p>10 primarily restricted accounts that we</p> <p>11 have, the Burn Rescue, First Step and</p> <p>12 20/20/20.</p> <p>13 Q. How does DMI fit in with the</p> <p>14 process?</p> <p>15 A. DMI is our database management</p> <p>16 company. Their database is what we use</p> <p>17 currently to keep track of all of the</p> <p>18 donations, all the direct mail pieces, all</p> <p>19 of our donors.</p> <p>20 Q. Before DMI, was there another</p> <p>21 entity that did that for you?</p> <p>22 A. Yes. IDMI.</p> <p>23 Q. Did they do basically the same</p> <p>24 thing as DMI does?</p> <p>25 A. Yes. Also part of their job is</p>

<p style="text-align: right;">Page 54</p> <p>1 H. Fuchs</p> <p>2 to analyze the data, too, as well as --</p> <p>3 Q. "Their" meaning --</p> <p>4 A. Both of those companies. Direct</p> <p>5 mail companies, they analyze, report, do</p> <p>6 all the marketing requirements.</p> <p>7 Q. Why did you switch from IDMI to</p> <p>8 DMI?</p> <p>9 A. I think marketing -- the</p> <p>10 marketing group would be the best people</p> <p>11 to explain it. I think it was expensive.</p> <p>12 Part of it was expense, but I don't know</p> <p>13 the full reason.</p> <p>14 MR. LILIEN: What is the savings</p> <p>15 of cost between IDMI and DMI?</p> <p>16 MS. FUCHS: I am thinking at</p> <p>17 least 50 percent. I am just thinking</p> <p>18 of the monthly -- the monthly database</p> <p>19 costs were -- I think they ran around</p> <p>20 \$6,000 for IDMI and now are about</p> <p>21 2,500 for DMI. There are other</p> <p>22 things, too, but that's my initial</p> <p>23 recollection.</p> <p>24 Q. Who maintains the general ledger</p> <p>25 for WonderWork?</p>	<p style="text-align: right;">Page 56</p> <p>1 H. Fuchs</p> <p>2 Q. The reporter has marked as</p> <p>3 Exhibit Fuchs 4 a two-page document that</p> <p>4 says at the top "WonderWork Inc. Employee</p> <p>5 Travel Policy." Is this the policy you</p> <p>6 were talking about?</p> <p>7 A. Yes, this is the policy.</p> <p>8 Q. Do you recall when it was</p> <p>9 actually put on paper the way it is now?</p> <p>10 A. When we did a board policy</p> <p>11 manual, we put this on paper. It was</p> <p>12 probably about 2012.</p> <p>13 Q. Did this policy apply to</p> <p>14 everybody at WonderWork?</p> <p>15 A. This applied to the employees.</p> <p>16 Q. Did this apply to Mr. Mullaney?</p> <p>17 A. No. Mr. Mullaney has his travel</p> <p>18 policy in his employment agreement.</p> <p>19 Q. Are there any unwritten travel</p> <p>20 policies at WonderWork?</p> <p>21 A. Can you give me a --</p> <p>22 Q. Are there any -- was this travel</p> <p>23 policy followed literally by WonderWork?</p> <p>24 A. No.</p> <p>25 Q. Was this policy ever followed by</p>
<p style="text-align: right;">Page 55</p> <p>1 H. Fuchs</p> <p>2 A. I do.</p> <p>3 Q. Who has access to it?</p> <p>4 A. I do.</p> <p>5 Q. Does anybody else have access to</p> <p>6 it?</p> <p>7 A. Read or change?</p> <p>8 Q. Let's take them separately.</p> <p>9 First, read.</p> <p>10 A. The auditors can, if I grant</p> <p>11 them access at the time they are working</p> <p>12 on it, and the legal people.</p> <p>13 Q. But none of them have the right</p> <p>14 to change the ledger?</p> <p>15 A. Correct.</p> <p>16 MR. LILIEN: No one has the</p> <p>17 right to change the ledger but you?</p> <p>18 MS. FUCHS: Correct.</p> <p>19 Q. From the time you first joined</p> <p>20 WonderWork until the middle of 2016, did</p> <p>21 WonderWork have a travel policy?</p> <p>22 A. WonderWork had a travel policy,</p> <p>23 yes.</p> <p>24 (So marked for identification as</p> <p>25 Fuchs Exhibit 4.)</p>	<p style="text-align: right;">Page 57</p> <p>1 H. Fuchs</p> <p>2 WonderWork?</p> <p>3 A. The travel policy -- well, first</p> <p>4 of all, really most employees don't</p> <p>5 travel, so it was followed by the junior</p> <p>6 employees. However, for the most part, I</p> <p>7 don't think so.</p> <p>8 Q. And by referring to people other</p> <p>9 than the junior employees do you mean, for</p> <p>10 example, Mr. Mullaney?</p> <p>11 A. Well, Mr. Mullaney did not</p> <p>12 follow this policy. I am trying to think</p> <p>13 of who else travelled. DeLois Greenwood</p> <p>14 travelled; however, her reimbursements</p> <p>15 were usually for airline tickets and</p> <p>16 that's probably all.</p> <p>17 I didn't really travel, so...</p> <p>18 MR. LILIEN: What is your</p> <p>19 understanding of Brian's travel</p> <p>20 procedures that are in his employment</p> <p>21 contract?</p> <p>22 MS. FUCHS: My understanding of</p> <p>23 his travel procedures is his hotel</p> <p>24 stays in New York, train to New York,</p> <p>25 family travel with him, business class</p>

<p style="text-align: right;">Page 58</p> <p>1 H. Fuchs</p> <p>2 travel.</p> <p>3 MR. LILIEN: Can you explain</p> <p>4 that a little further and go through</p> <p>5 those individually? When you say his</p> <p>6 hotels in New York, what are you</p> <p>7 referring to?</p> <p>8 MS. FUCHS: Well, Mr. Mullaney</p> <p>9 lives in Boston now, so he commutes</p> <p>10 once a week or one every two weeks,</p> <p>11 and the transportation cost is covered</p> <p>12 under his employment agreement, the</p> <p>13 train to and from, parking, things</p> <p>14 like that.</p> <p>15 Q. Have you ever read his</p> <p>16 employment agreement?</p> <p>17 A. Yes.</p> <p>18 Q. Where does Mr. Mullaney stay</p> <p>19 when he is in New York?</p> <p>20 A. He stays usually at the Langham</p> <p>21 Hotel.</p> <p>22 Q. Who was the initial public</p> <p>23 auditor for WonderWork?</p> <p>24 A. KPMG.</p> <p>25 Q. And they were the auditors until</p>	<p style="text-align: right;">Page 60</p> <p>1 H. Fuchs</p> <p>2 the budget, does the budget include the</p> <p>3 amounts that WonderWork pays for</p> <p>4 Mr. Mullaney's commuting to and from</p> <p>5 Boston?</p> <p>6 A. That's included in the budget,</p> <p>7 yes.</p> <p>8 Q. As part of what line?</p> <p>9 A. Travel.</p> <p>10 MR. LILIEN: Is it separately</p> <p>11 delineated?</p> <p>12 MS. FUCHS: Not -- not in the</p> <p>13 budget that the board receives, but in</p> <p>14 the work papers that I use to prepare</p> <p>15 the budget.</p> <p>16 MR. LILIEN: Within the system</p> <p>17 that you manage at WonderWork, is</p> <p>18 travel and commuting treated the same?</p> <p>19 MS. FUCHS: Well, there is a</p> <p>20 line item for travel, and then there</p> <p>21 is a line item for transportation, and</p> <p>22 then there is another line item for</p> <p>23 meetings and entertainment. So there</p> <p>24 are several line items and I book the</p> <p>25 hotels on the meeting line and</p>
<p style="text-align: right;">Page 59</p> <p>1 H. Fuchs</p> <p>2 when?</p> <p>3 A. They finished our FY '15 audit</p> <p>4 and 990 New York tax return.</p> <p>5 Q. Did they start working on the</p> <p>6 2016 audit?</p> <p>7 A. No, they did not.</p> <p>8 Q. Did KPMG ever raise any</p> <p>9 questions about your travel policies?</p> <p>10 A. Not to my knowledge they didn't</p> <p>11 raise -- not to my recollection.</p> <p>12 Q. Did BDO ever raise any questions</p> <p>13 about your travel policy?</p> <p>14 A. BDO asked about approvals of</p> <p>15 expenses.</p> <p>16 Q. And what did you tell him?</p> <p>17 A. Well, the expense budget is</p> <p>18 approved by the board, the travel budget</p> <p>19 is approved by the board. Mr. Mullaney's</p> <p>20 expenses are part of his contract. And</p> <p>21 they wanted to see backup for many of the</p> <p>22 expenses that were in his -- on his credit</p> <p>23 card and we were able to obtain most of</p> <p>24 them.</p> <p>25 Q. When you said the board approves</p>	<p style="text-align: right;">Page 61</p> <p>1 H. Fuchs</p> <p>2 transportation for the commuting. Is</p> <p>3 that --</p> <p>4 MR. LILIEN: You mentioned</p> <p>5 before you believe his employment</p> <p>6 contract also covers his family.</p> <p>7 MS. FUCHS: For certain travel.</p> <p>8 MR. LILIEN: Can you explain</p> <p>9 that?</p> <p>10 MS. FUCHS: If he decides to go</p> <p>11 on a trip to visit a hospital, he is</p> <p>12 allowed to take his spouse with him.</p> <p>13 That's what I think is included.</p> <p>14 Q. Does WonderWork have an expense</p> <p>15 reimbursement policy different than the</p> <p>16 travel policy?</p> <p>17 A. Well, what I consider the</p> <p>18 expense reimbursement policy would be a</p> <p>19 person filling out an expense report for</p> <p>20 expenses they incurred, attaching all the</p> <p>21 required receipts. So it could be for</p> <p>22 travel or it could be for something that</p> <p>23 they have spent their own money on. Maybe</p> <p>24 office supplies that weren't ordered or</p> <p>25 something they needed to get to the</p>

<p style="text-align: right;">Page 62</p> <p>1 H. Fuchs</p> <p>2 office. Stamps, for example. And they</p> <p>3 would put it on an expense report with the</p> <p>4 backup and it would be approved and</p> <p>5 reimbursed.</p> <p>6 Q. Who would approve it?</p> <p>7 A. I would. Normally they'd ask me</p> <p>8 first. "Can I buy stamps? We don't have</p> <p>9 any stamps."</p> <p>10 Q. Was that policy ever in writing?</p> <p>11 A. I don't think so. It's actually</p> <p>12 written up on the form, but it's not a</p> <p>13 separate policy.</p> <p>14 Q. Did Mr. Mullaney follow that</p> <p>15 policy when he put in for reimbursements?</p> <p>16 A. Primarily Mr. Mullaney's</p> <p>17 expenses were on a corporate credit card,</p> <p>18 so I don't remember -- or there may be one</p> <p>19 or two times when he filled out an expense</p> <p>20 report. But his assistant, Karen, would</p> <p>21 do that. Maybe once.</p> <p>22 MR. LILIEN: Regarding</p> <p>23 Mr. Mullaney's commuting expenses, do</p> <p>24 you recall any discussion with your</p> <p>25 auditors about whether any of the</p>	<p style="text-align: right;">Page 64</p> <p>1 H. Fuchs</p> <p>2 financial system at WonderWork to</p> <p>3 treat hotel and travel that is</p> <p>4 personal to Mr. Mullaney as a benefit?</p> <p>5 MS. FUCHS: In my opinion, it</p> <p>6 was always business related, so no,</p> <p>7 not a benefit at this point.</p> <p>8 MR. LILIEN: What was business</p> <p>9 related about it?</p> <p>10 MS. FUCHS: The fact that he</p> <p>11 lived in Massachusetts and needed to</p> <p>12 commute to New York to do business.</p> <p>13 MR. LILIEN: Was this a need --</p> <p>14 when you say need, explain what you</p> <p>15 mean by need?</p> <p>16 MS. FUCHS: Well, if he had a</p> <p>17 meeting in the office, he had to have</p> <p>18 a staff meeting or talk to the staff</p> <p>19 or things like that. So, there would</p> <p>20 be a need for him to be there.</p> <p>21 Q. Did Mr. Mullaney live in Boston</p> <p>22 when you joined WonderWork?</p> <p>23 A. No, he didn't.</p> <p>24 Q. Do you recall when he moved?</p> <p>25 A. Probably about -- about two</p>
<p style="text-align: right;">Page 63</p> <p>1 H. Fuchs</p> <p>2 payments for those expenses were</p> <p>3 taxable, taxable for Mr. Mullaney?</p> <p>4 MS. FUCHS: I don't recall any</p> <p>5 discussions like that.</p> <p>6 MR. LILIEN: Do you recall</p> <p>7 having any discussions with Brian?</p> <p>8 MS. FUCHS: About that?</p> <p>9 MR. LILIEN: Yes.</p> <p>10 MS. FUCHS: No, I don't.</p> <p>11 MR. LILIEN: Have you ever</p> <p>12 treated those payments to Mr. Mullaney</p> <p>13 as taxable to him in terms of federal</p> <p>14 tax reporting?</p> <p>15 MS. FUCHS: On his travel? On</p> <p>16 his transportation?</p> <p>17 MR. LILIEN: On his commuting.</p> <p>18 MS. FUCHS: No, I haven't.</p> <p>19 MR. LILIEN: Including his</p> <p>20 hotel.</p> <p>21 MS. FUCHS: No, I haven't.</p> <p>22 Q. And his travel?</p> <p>23 A. No, I haven't.</p> <p>24 MR. LILIEN: Relatedly on that</p> <p>25 point, would you consider within your</p>	<p style="text-align: right;">Page 65</p> <p>1 H. Fuchs</p> <p>2 years ago maybe.</p> <p>3 Q. While he was living -- while</p> <p>4 Mr. Mullaney was living in New York, did</p> <p>5 he get compensated for his computing</p> <p>6 costs?</p> <p>7 A. Not that I recall.</p> <p>8 Q. Who told you that it was okay to</p> <p>9 reimburse his computing costs as a</p> <p>10 business expense?</p> <p>11 A. Well, at the time it was KPMG.</p> <p>12 MR. CURCHACK: I am going to ask</p> <p>13 the reporter to --</p> <p>14 MR. LILIEN: Sorry, one second.</p> <p>15 I want to explore that. Apart from</p> <p>16 KPMG, before it got to the time of the</p> <p>17 audit, during the course of the year</p> <p>18 before it was audit time when the</p> <p>19 auditor came and looked at expenses,</p> <p>20 who instructed you to pay</p> <p>21 Mr. Mullaney's hotel and travel from</p> <p>22 Boston?</p> <p>23 MS. FUCHS: Well, it was</p> <p>24 discussed with the -- with the audit</p> <p>25 committee on the board, too, and I</p>

<p style="text-align: right;">Page 66</p> <p>1 H. Fuchs</p> <p>2 was -- I had explained this is what I</p> <p>3 do, and they agreed.</p> <p>4 Q. Did you have direct</p> <p>5 communications with the board on that?</p> <p>6 A. Directly to the board?</p> <p>7 Q. Let me ask some specific</p> <p>8 questions. Did you ever attend board</p> <p>9 meetings?</p> <p>10 A. One.</p> <p>11 Q. Was the issue of Mr. Mullaney's</p> <p>12 travel between Boston and New York address</p> <p>13 at that board meeting?</p> <p>14 A. No, it was not.</p> <p>15 Q. Did you have direct</p> <p>16 communications either by email or phone</p> <p>17 with any member of the board concerning</p> <p>18 Mr. Mullaney's travel between Boston and</p> <p>19 New York?</p> <p>20 A. I don't recall having direct</p> <p>21 communications. I recall speaking with a</p> <p>22 board member when he was in the office.</p> <p>23 Q. Do you remember which board</p> <p>24 member that was?</p> <p>25 A. J.J.</p>	<p style="text-align: right;">Page 68</p> <p>1 H. Fuchs</p> <p>2 MS. FUCHS: Well, I am</p> <p>3 assuming -- I shouldn't say assume,</p> <p>4 but since it was in his contract about</p> <p>5 his expenses and they read that and</p> <p>6 approved his contract, that is what I</p> <p>7 am surmising, that --</p> <p>8 Q. Sorry to interrupt. Did</p> <p>9 Mr. Mullaney tell you that the board had</p> <p>10 approved his commuting costs at the time</p> <p>11 he made the move?</p> <p>12 A. To the best of my recollection,</p> <p>13 yes.</p> <p>14 MR. CURCHACK: We are going to</p> <p>15 now mark as Fuchs Exhibit 5, 6, 7, 8</p> <p>16 and 9, the New York forms CHAR500 for</p> <p>17 several fiscal years, and attached to</p> <p>18 each of those forms is the Internal</p> <p>19 Revenue Service Form 990. Attached to</p> <p>20 that is the audited financial</p> <p>21 statements. The first exhibit is for</p> <p>22 fiscal year ended June 30, 2012.</p> <p>23 6 will be for fiscal year ended</p> <p>24 June 30, 2013.</p> <p>25 Let me redescribe this exhibit</p>
<p style="text-align: right;">Page 67</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: When you say the</p> <p>3 audit committee had approved this,</p> <p>4 when did the audit committee approve</p> <p>5 this and how do you know they approved</p> <p>6 it?</p> <p>7 MS. FUCHS: Currently J.J. has</p> <p>8 approved all of the expenses, so I</p> <p>9 know he has approved in the past, but</p> <p>10 I am not sure when.</p> <p>11 MR. LILIEN: When you say he's</p> <p>12 approved expenses, can you tell me</p> <p>13 what you mean by that?</p> <p>14 MS. FUCHS: He's gone over all</p> <p>15 of the FY '15 and '16 credit card</p> <p>16 expenses from Mr. Mullaney.</p> <p>17 MR. LILIEN: When did he start</p> <p>18 doing that?</p> <p>19 MS. FUCHS: Well, he did that</p> <p>20 for BDO recently.</p> <p>21 MR. LILIEN: Going back in time,</p> <p>22 though, not in connection with a BDO</p> <p>23 audit, you mentioned before the audit</p> <p>24 committee had approved this practice.</p> <p>25 I think that is what you had said.</p>	<p style="text-align: right;">Page 69</p> <p>1 H. Fuchs</p> <p>2 as the same documents I described but</p> <p>3 not including fiscal year 2016.</p> <p>4 (So marked for identification as</p> <p>5 Fuchs Exhibit 5.)</p> <p>6 (So marked for identification as</p> <p>7 Fuchs Exhibit 6.)</p> <p>8 (So marked for identification as</p> <p>9 Fuchs Exhibit 7.)</p> <p>10 (So marked for identification as</p> <p>11 Fuchs Exhibit 8.)</p> <p>12 Q. I don't think you need to read</p> <p>13 the whole thing at this time. I will</p> <p>14 represent these were copied directly from</p> <p>15 production.</p> <p>16 Do you recognize these</p> <p>17 documents?</p> <p>18 A. Yes.</p> <p>19 Q. Were you responsible for</p> <p>20 preparing any portion of these documents?</p> <p>21 A. I was responsible in conjunction</p> <p>22 with KPMG in preparing these.</p> <p>23 Q. Who actually filled out the form</p> <p>24 CHAR500?</p> <p>25 A. This form was filled out by</p>

<p style="text-align: right;">Page 70</p> <p>1 H. Fuchs</p> <p>2 KPMG.</p> <p>3 Q. Did KPMG prepare the initial</p> <p>4 drafts of the Form 990's also?</p> <p>5 A. That's correct.</p> <p>6 Q. What did they base their</p> <p>7 preparation of those documents on?</p> <p>8 A. They used the general ledger</p> <p>9 that I supplied for them for their initial</p> <p>10 preparation for the numbers anyway.</p> <p>11 Q. And did you review these reports</p> <p>12 before they were filed?</p> <p>13 A. Yes, I did.</p> <p>14 Q. And did you sign these reports</p> <p>15 before they were filed?</p> <p>16 A. I signed the CHAR500, and</p> <p>17 Mr. Mullaney signed the 990 and the</p> <p>18 CHAR500.</p> <p>19 Q. Over the course of the years at</p> <p>20 WonderWork, did your involvement in the</p> <p>21 preparation of these returns change?</p> <p>22 A. No.</p> <p>23 Q. If you could turn, in the</p> <p>24 2012-fiscal year return, to the page</p> <p>25 labeled or numbered WON-EX 92. At the top</p>	<p style="text-align: right;">Page 72</p> <p>1 H. Fuchs</p> <p>2 fiscal year 2015. Let's go to page 277.</p> <p>3 To your recollection, did Mr. Mullaney</p> <p>4 take any trips during fiscal year 2015?</p> <p>5 A. He probably did. I cannot</p> <p>6 remember where, but I am guessing he did.</p> <p>7 Q. But these boxes are not checked</p> <p>8 on this year's return either, are they?</p> <p>9 A. I don't see a checkmark.</p> <p>10 Q. Let's turn to the return for</p> <p>11 fiscal year 2013. I want you to turn</p> <p>12 to -- I thought I had marked the number.</p> <p>13 Give me a second.</p> <p>14 Page 0128. This is Part 10 of</p> <p>15 the Form 990. I would like to address</p> <p>16 your attention to line 23.</p> <p>17 A. I am sorry. Which one?</p> <p>18 Q. It is the one that begins with</p> <p>19 113 on the bottom.</p> <p>20 A. Okay. I got it.</p> <p>21 Q. Go to the page that is 0128 at</p> <p>22 the bottom and look at line 23. It says,</p> <p>23 "Secured mortgages and notes payable to</p> <p>24 unrelated third parties." The line is</p> <p>25 blank for the beginning of the year but</p>
<p style="text-align: right;">Page 71</p> <p>1 H. Fuchs</p> <p>2 of this page, which is labeled "Schedule J</p> <p>3 Compensation Information," do you see the</p> <p>4 boxes under line 1a?</p> <p>5 A. Yes.</p> <p>6 Q. And the first box says, "First</p> <p>7 Class or Charter Travel." Is that</p> <p>8 correct?</p> <p>9 A. The box? Yes, that's what it</p> <p>10 says.</p> <p>11 Q. And the next box says "Travel</p> <p>12 for Companions." Is that correct?</p> <p>13 A. That's correct.</p> <p>14 Q. Is either of these boxes</p> <p>15 checked?</p> <p>16 A. No.</p> <p>17 Q. But is it correct that during</p> <p>18 this period Mr. Mullaney would travel with</p> <p>19 his spouse and would take business or</p> <p>20 first class airfares?</p> <p>21 A. To the best of my</p> <p>22 recollection -- well, I don't remember in</p> <p>23 that time period what travel Mr. Mullaney</p> <p>24 did.</p> <p>25 Q. Let's look at the form for</p>	<p style="text-align: right;">Page 73</p> <p>1 H. Fuchs</p> <p>2 has a \$1,159,203 entry for the end of the</p> <p>3 year. Can you tell me what that</p> <p>4 represents?</p> <p>5 A. I am thinking this was a loan</p> <p>6 made by one of our major donors. We would</p> <p>7 call them impact loans -- oh, you know</p> <p>8 what? I am sorry. I take that back. The</p> <p>9 loans payable underneath that is the</p> <p>10 impact loan.</p> <p>11 It might have been -- I don't</p> <p>12 really want to guess here, but it might</p> <p>13 have been money we borrowed against our</p> <p>14 monies in Vanguard, but I am not sure. I</p> <p>15 have to go back to my general ledger to</p> <p>16 find that out.</p> <p>17 Q. Let me ask you to turn to page</p> <p>18 0170 in that same package, notes to the</p> <p>19 financial statements. I ask you to read</p> <p>20 footnote 7 and let me know if that</p> <p>21 refreshes your recollection.</p> <p>22 A. That's the impact loan, yes.</p> <p>23 Q. Well, keep going.</p> <p>24 A. Borrow against the investment</p> <p>25 brokerage account. Yes.</p>



1 H. Fuchs

2 Q. Why did WonderWork borrow  
3 against its investment brokerage account?

4 A. My understanding is we might  
5 have been a little bit cash -- in need of  
6 some cash.

7 MR. LILIEN: What was in the  
8 investment account at the time?

9 (Pause.)

10 MR. LILIEN: I am not asking the  
11 specific amount. I am asking what  
12 were the source of the assets  
13 represented in the investment account.

14 MS. FUCHS: The investment  
15 account had monies from the loans, the  
16 impact loans that we received that we  
17 hadn't spent plus there were -- there  
18 were some stocks and bonds that people  
19 had donated to us.

20 MR. LILIEN: Why was there a  
21 need to borrow against that account as  
22 opposed to spending the investment  
23 assets in the account?

24 MS. FUCHS: My recollection was  
25 at that time it was probably less

1 H. Fuchs

2 MR. LILIEN: Is [REDACTED] an  
3 investment manager or investment  
4 advisor to WonderWork?

5 MS. FUCHS: That is not his  
6 title, but he was assisting in some  
7 investment information for us.

8 MR. LILIEN: And to your  
9 recollection, did the board approve  
10 that loan against the investment pool?

11 MS. FUCHS: To my recollection,  
12 they did.

13 MR. LILIEN: They did?

14 MS. FUCHS: They did.

15 Q. Let's turn now to the forms for  
16 fiscal year 2015, the one that begins with  
17 237 at the bottom. You with me?

18 A. Yes.

19 Q. If you look at the page number  
20 239, there is a line -- I am sorry. This  
21 is called Schedule 4A, professional fund  
22 raisers, fund raising councils, commercial  
23 co-venturers.

24 In line 2, an entity called CDR  
25 Fund Raising Group is identified. Can you

1 H. Fuchs

2 expensive to take -- to borrow the  
3 money, based on the interest that we  
4 were getting on the investment. But I  
5 would have to go back and look up my  
6 details. But I think the money in the  
7 Vanguard account was making more money  
8 than the money that we took out  
9 percentage-wise.

10 Q. Who made the decision to invest  
11 the money in that account?

12 A. The decision was made by  
13 Mr. Mullaney on the advice of some  
14 person -- persons who were investment  
15 strategists.

16 MR. LILIEN: Do you know the  
17 names of the people who were  
18 investment strategists?

19 MS. FUCHS: Well, the person  
20 whose name comes to mind is [REDACTED]

21 [REDACTED]  
22 MR. LILIEN: [REDACTED]?

23 MS. FUCHS: Yes. He is a  
24 professor of something. I don't have  
25 his whole title. But [REDACTED].

1 H. Fuchs

2 tell me who CDR Fund Raising Group is?

3 A. CDR is our current marketing  
4 consultants that strategize with us on how  
5 to choose our marketing mail pieces and  
6 lists and budgeting, what we need to do in  
7 our direct mail.

8 Q. According to this form, they  
9 received a fee of \$227,500 during this  
10 fiscal year. Is that correct?

11 A. That's correct.

12 Q. I would like to ask you to turn  
13 to page number 0251 of the 1090 -- I am  
14 sorry. The 990, which is Part 9,  
15 "Statement of Functional Expenses."  
16 Please look down to line 11e. It shows a  
17 0, doesn't it?

18 A. I see that.

19 Q. Why isn't the amount paid to CDR  
20 reflected as an expense on that line?

21 A. According to KPMG, that CDR  
22 expense would be included in the line 13  
23 for office expenses based on their  
24 understanding of what goes into that line  
25 item.

<p style="text-align: right;">Page 78</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: Can you interpret</p> <p>3 that for us, how that would be</p> <p>4 classified as an office expense?</p> <p>5 MS. FUCHS: I don't have the</p> <p>6 actual 990 preparation information,</p> <p>7 but according to how they describe it,</p> <p>8 this type of information goes into</p> <p>9 that line item based on how they</p> <p>10 describe office expenses, because I</p> <p>11 had asked KPMG the same question. I</p> <p>12 was told in more detail when they</p> <p>13 showed me the actual Form 990</p> <p>14 preparation data as what you are</p> <p>15 supposed to include in this line item,</p> <p>16 and that's what they explained to me.</p> <p>17 Q. Could you turn to page 274 of</p> <p>18 the same document, please? This is</p> <p>19 Schedule G, "Supplemental Information</p> <p>20 Regarding Fund Raising or Gaming</p> <p>21 Activities."</p> <p>22 Now, this form shows CDR Fund</p> <p>23 Raising Group as a marketing fund</p> <p>24 consultant, and that \$227,500 figure that</p> <p>25 we saw in the other form, in the CHAR500,</p> <p style="text-align: right;">Page 79</p>	<p style="text-align: right;">Page 80</p> <p>1 H. Fuchs</p> <p>2 Compensation \$475,000." Then in column F,</p> <p>3 "Estimated amount of other compensation,"</p> <p>4 there is a \$43,682 number. Can you tell</p> <p>5 us what the \$43,682 represents?</p> <p>6 A. Well, this column includes</p> <p>7 benefits that the employees, officers</p> <p>8 would get, which would be health, dental,</p> <p>9 life insurance, disability insurance, in</p> <p>10 total.</p> <p>11 Q. And what benefits do you recall</p> <p>12 Mr. Mullaney having along those lines that</p> <p>13 would be included in this line?</p> <p>14 A. Okay. Health coverage for him</p> <p>15 and his family. Our WonderWork policy</p> <p>16 includes spouses and children for</p> <p>17 everybody. It would be dental, the same</p> <p>18 thing. Disability, which we had at this</p> <p>19 point, we had long-term disability. And</p> <p>20 it would also be -- he has a life</p> <p>21 insurance policy.</p> <p>22 Q. Who is the beneficiary of that</p> <p>23 policy?</p> <p>24 A. His family, his wife.</p> <p>25 Q. WonderWork was paying the</p> <p style="text-align: right;">Page 81</p>
<p>1 H. Fuchs</p> <p>2 appears in column 5 as an amount paid to</p> <p>3 fund raiser. Is that correct?</p> <p>4 A. That's correct.</p> <p>5 Q. Now, in the next column, which</p> <p>6 says, "Amount paid to or retained by</p> <p>7 organization," there is a negative</p> <p>8 \$227,500. Can you explain that to me?</p> <p>9 A. My understanding of this is that</p> <p>10 our organization didn't obtain any of the</p> <p>11 227,000 from the fund raiser organization.</p> <p>12 Q. Meaning that they kept the whole</p> <p>13 amount?</p> <p>14 A. This was their fee. Correct.</p> <p>15 Not based on how much money they raise.</p> <p>16 Q. Okay. Thank you.</p> <p>17 How does WonderWork -- let's</p> <p>18 stay with that one and go to page 248,</p> <p>19 part 7, "Compensation of Officers,</p> <p>20 Directors, Trustees," et cetera.</p> <p>21 Are you there? Are you on that</p> <p>22 page?</p> <p>23 A. Yes.</p> <p>24 Q. In the first line it says Brian</p> <p>25 Mullaney, and it says, "Reportable</p>	<p>1 H. Fuchs</p> <p>2 premium for that insurance policy?</p> <p>3 A. That's correct.</p> <p>4 Q. Do you know whether that was</p> <p>5 provided for in his employment agreement?</p> <p>6 A. My understanding is it is.</p> <p>7 MR. LILIEN: Does WonderWork</p> <p>8 provide that similar benefit to any</p> <p>9 other employees?</p> <p>10 MS. FUCHS: Not -- no. We have</p> <p>11 small life insurance policies on</p> <p>12 everybody but not the extent of his.</p> <p>13 But we do have life insurance.</p> <p>14 Q. Do you recall when</p> <p>15 Mr. Mullaney's employment agreement was</p> <p>16 executed?</p> <p>17 A. I don't recall the exact date.</p> <p>18 Q. But did he have an agreement</p> <p>19 when you joined?</p> <p>20 A. No, he didn't.</p> <p>21 Q. So his agreement came at some</p> <p>22 point during the time?</p> <p>23 A. That's correct.</p> <p>24 Q. Who chose KPMG to be</p> <p>25 WonderWork's auditor?</p>

<p style="text-align: right;">Page 82</p> <p>1 H. Fuchs</p> <p>2 A. Well, I sent out RFP's to all of</p> <p>3 the top audit firms. Some answered, some</p> <p>4 didn't. And based on our responses,</p> <p>5 talked through everything with Brian, and</p> <p>6 KPMG had the best reputation, and that's</p> <p>7 how we selected, based on reputation and</p> <p>8 what their -- their charges for doing the</p> <p>9 audit and the 990.</p> <p>10 MR. LILIEN: Had you ever used</p> <p>11 KPMG before in any of your employment?</p> <p>12 MS. FUCHS: I did not.</p> <p>13 MR. LILIEN: Do you know if</p> <p>14 Brian had ever used KPMG before?</p> <p>15 MS. FUCHS: I don't know.</p> <p>16 MR. LILIEN: Were you familiar</p> <p>17 at all with the partners or staff</p> <p>18 working on the account?</p> <p>19 MS. FUCHS: No, I was not.</p> <p>20 MR. LILIEN: Do you know if</p> <p>21 Brian was?</p> <p>22 MS. FUCHS: I do not.</p> <p>23 Q. Do you recall having discussions</p> <p>24 with KPMG about in-kind donations?</p> <p>25 A. Yes, I do.</p>	<p style="text-align: right;">Page 84</p> <p>1 H. Fuchs</p> <p>2 example, say we gave a grant to a hospital</p> <p>3 for \$10,000 to do 25 surgeries. And</p> <p>4 sometimes they only did 10 and sometimes</p> <p>5 they would do 30. So the way I would book</p> <p>6 the in-kind when I was at Smile Train, I</p> <p>7 would use the 25 surgeries that we funded,</p> <p>8 which did not mean the hospital actually</p> <p>9 did 25, but I took that number.</p> <p>10 We received information from the</p> <p>11 hospitals as to what the actual cost was</p> <p>12 and we calculated based on the difference.</p> <p>13 Q. In other words, you would give</p> <p>14 them -- Smile Train now would give the</p> <p>15 hospital, let's say, \$10,000, and say</p> <p>16 please do 25 surgeries with this. But you</p> <p>17 never confirmed that they actually did the</p> <p>18 25 surgeries?</p> <p>19 A. No, we confirmed it, but we</p> <p>20 didn't book the in-kind that way. We</p> <p>21 always confirmed it because the hospitals</p> <p>22 had to send in pre and post operative</p> <p>23 pictures of all the work they did before</p> <p>24 we would fund them again.</p> <p>25 Q. So --</p>
<p style="text-align: right;">Page 83</p> <p>1 H. Fuchs</p> <p>2 Q. Tell us what you recall about</p> <p>3 those conversations.</p> <p>4 A. Well, going back to the</p> <p>5 beginning of in-kind, we calculated</p> <p>6 in-kind for Smile Train. So speaking to</p> <p>7 KPMG, I explained to them the practice of</p> <p>8 calculating in-kind that was used when I</p> <p>9 was at Smile Train, which would be the</p> <p>10 amount the hospitals would contribute</p> <p>11 toward the surgeries. The difference</p> <p>12 between what the hospitals would</p> <p>13 contribute to a surgery to what we would</p> <p>14 contribute. And we took the difference</p> <p>15 and we would account for it as an in-kind</p> <p>16 contribution as well as an in-kind</p> <p>17 expense.</p> <p>18 So I talked through this with</p> <p>19 KPMG, and the manager on the job had his</p> <p>20 own way of accounting for in-kind, and he</p> <p>21 based it on the actual amount of surgeries</p> <p>22 that were done and not how many we funded.</p> <p>23 Q. Can you explain that</p> <p>24 distinction?</p> <p>25 A. Well, we give a grant -- for</p>	<p style="text-align: right;">Page 85</p> <p>1 H. Fuchs</p> <p>2 A. Medical records we call them.</p> <p>3 Q. Tell me again how you calculated</p> <p>4 the in-kind with respect to those 25</p> <p>5 surgeries?</p> <p>6 A. We would -- we'd get -- we'd</p> <p>7 send the hospitals a survey asking them</p> <p>8 what it would cost to do surgery if they</p> <p>9 weren't funded, the actual cost. And they</p> <p>10 would fill out the survey and tell us how</p> <p>11 much a real surgery would cost. So if</p> <p>12 they said it cost \$100 for the full</p> <p>13 surgery and we gave them \$25 but they did</p> <p>14 the surgery, we would consider the</p> <p>15 difference, the \$75, as an in-kind</p> <p>16 contribution.</p> <p>17 Q. You mentioned that you did that</p> <p>18 at Smile Train. Do you recall whose idea</p> <p>19 it was initially to do that?</p> <p>20 A. I don't.</p> <p>21 Q. Did you ever read any accounting</p> <p>22 literature to try to understand?</p> <p>23 A. I read some of it. It's been a</p> <p>24 while.</p> <p>25 MR. LILIEN: What is your</p>

<p style="text-align: right;">Page 86</p> <p>1 H. Fuchs</p> <p>2 understanding of what the accounting</p> <p>3 treatment is on an in-kind -- when is</p> <p>4 a donation considered an in-kind</p> <p>5 donation such that you can report it</p> <p>6 as in-kind on the company's books and</p> <p>7 records?</p> <p>8 MS. FUCHS: It is based on</p> <p>9 several criteria which exactly I can't</p> <p>10 tell you at the moment. But I have</p> <p>11 some documentation at the office on</p> <p>12 that.</p> <p>13 MR. LILIEN: So would you record</p> <p>14 the in-kind donations during the</p> <p>15 course of the year on your books and</p> <p>16 records, or was that a function at the</p> <p>17 end of the year you would determine?</p> <p>18 MS. FUCHS: I would record an</p> <p>19 estimate, but then we'd true it up at</p> <p>20 the end of the year based on the</p> <p>21 survey from the partners and the</p> <p>22 information on the actual -- the</p> <p>23 records that they did the surgeries.</p> <p>24 MR. LILIEN: Do you recall if</p> <p>25 any of the in-kind contributions that</p>	<p style="text-align: right;">Page 88</p> <p>1 H. Fuchs</p> <p>2 validate the amount of the</p> <p>3 contribution?</p> <p>4 MS. FUCHS: Well, we received a</p> <p>5 letter or email from the person who</p> <p>6 actually did the work as to what his</p> <p>7 work was valued at.</p> <p>8 MR. LILIEN: Do you recall</p> <p>9 receiving any backup documentation</p> <p>10 regarding that?</p> <p>11 MS. FUCHS: The backup of his</p> <p>12 work?</p> <p>13 MR. LILIEN: Backup</p> <p>14 demonstrating or documented how he</p> <p>15 arrived at the million dollar figure.</p> <p>16 MS. FUCHS: I do not.</p> <p>17 Q. Did you ever discuss matching</p> <p>18 gifts with KPMG?</p> <p>19 A. I did not.</p> <p>20 Q. Did you ever discuss the</p> <p>21 allocation of donations as restricted or</p> <p>22 unrestricted with KPMG?</p> <p>23 A. Yes.</p> <p>24 Q. Tell us about some of those</p> <p>25 conversations.</p>
<p style="text-align: right;">Page 87</p> <p>1 H. Fuchs</p> <p>2 were reported, reported as in-kind</p> <p>3 contributions to WonderWork were</p> <p>4 contributions that were given directly</p> <p>5 to WonderWork?</p> <p>6 MS. FUCHS: We had one in-kind</p> <p>7 contribution -- it might have been FY</p> <p>8 '15; I don't remember exactly -- from</p> <p>9 a consulting group that did work on</p> <p>10 our program side that was valued at</p> <p>11 about -- they valued it at over a</p> <p>12 million dollars as an in-kind</p> <p>13 contribution.</p> <p>14 MR. LILIEN: Aside from that</p> <p>15 consulting group's in-kind</p> <p>16 contribution, are there any others you</p> <p>17 can think of that related to your</p> <p>18 programmatic activities?</p> <p>19 A. We just used the surgeries.</p> <p>20 MR. LILIEN: And the Boston</p> <p>21 consulting groups, which is I believe</p> <p>22 what it was.</p> <p>23 MS. FUCHS: Yes.</p> <p>24 MR. LILIEN: What did you</p> <p>25 receive at the time in order to</p>	<p style="text-align: right;">Page 89</p> <p>1 H. Fuchs</p> <p>2 A. Well, initially we did not have</p> <p>3 anything restricted back when we first</p> <p>4 started, but when KPMG did, I think it was</p> <p>5 the second audit, I worked -- no, it was</p> <p>6 actually the first audit. I worked with a</p> <p>7 KPMG manager to come up with the process</p> <p>8 of how you would allocate restricted and</p> <p>9 unrestricted, how you would split the --</p> <p>10 well, how you would come up with the</p> <p>11 system of recording the restricted and</p> <p>12 unrestricted and how you would release the</p> <p>13 restriction and what you would end up with</p> <p>14 at the end of the release procedure. So,</p> <p>15 that was a KPMG process.</p> <p>16 Q. Did you ever discuss functional</p> <p>17 cost allocation with KPMG?</p> <p>18 A. Yes, I did.</p> <p>19 Q. What is your understanding of</p> <p>20 what that means?</p> <p>21 A. That would be how much you could</p> <p>22 allocate from your expenses based on if it</p> <p>23 was programmatic, if it was management in</p> <p>24 general or fund raising.</p> <p>25 Q. And what was the reason for</p>

<p style="text-align: right;">Page 90</p> <p>1 H. Fuchs</p> <p>2 making that allocation?</p> <p>3 A. It would be based on the</p> <p>4 percentage of costs or time that people or</p> <p>5 things would be for each of those items.</p> <p>6 Q. But why was it necessary to make</p> <p>7 that allocation?</p> <p>8 A. Well, it was an accounting -- it</p> <p>9 was an accounting policy that you are</p> <p>10 allowed to -- you were allowed to allocate</p> <p>11 part of your other expenses other than</p> <p>12 programs to programmatic means.</p> <p>13 Q. When you use the word</p> <p>14 "programs," what do you think of? What do</p> <p>15 you mean?</p> <p>16 A. Well, the mission of the</p> <p>17 organization is the program to me. So,</p> <p>18 our mission not only is to help the</p> <p>19 poorest of the poor in these countries get</p> <p>20 surgeries that they can't afford, but also</p> <p>21 to make people aware of the conditions and</p> <p>22 what can be done to help them and getting</p> <p>23 the information out there to the people</p> <p>24 who need to know as part of it. That is</p> <p>25 kind of in a nutshell.</p>	<p style="text-align: right;">Page 92</p> <p>1 H. Fuchs</p> <p>2 Q. So KPMG told you, if I</p> <p>3 understood you correctly -- KPMG told you</p> <p>4 that if the legal fees in connection with</p> <p>5 the HMS litigation weren't attributable to</p> <p>6 program, they couldn't be counted as an</p> <p>7 expense? I am not sure I understand.</p> <p>8 A. No. They told me that the</p> <p>9 entire expense for that litigation was</p> <p>10 attributable to programs.</p> <p>11 MR. CURCHACK: I would like to</p> <p>12 mark as the next exhibit --</p> <p>13 (Recess.)</p> <p>14 Q. I would like to first mark as</p> <p>15 Exhibit 9 a letter dated February 20,</p> <p>16 2014, from WonderWork addressed to KPMG.</p> <p>17 It bears production number WON-EX 042021</p> <p>18 through 042025.</p> <p>19 (So marked for identification as</p> <p>20 Fuchs Exhibit 9.)</p> <p>21 Q. Do you recognize this document?</p> <p>22 A. Yes.</p> <p>23 Q. And tell us what it is.</p> <p>24 A. This looks like the KPMG letter</p> <p>25 to management on the financial statements.</p>
<p style="text-align: right;">Page 91</p> <p>1 H. Fuchs</p> <p>2 Q. Did you discuss how legal fees</p> <p>3 would be apportioned or reflected on the</p> <p>4 financial statements KPMG?</p> <p>5 A. Yes, I did.</p> <p>6 Q. Tell us about that.</p> <p>7 A. Well, in the last audit that</p> <p>8 they did we discussed this expense of the</p> <p>9 arbitration, and they considered that</p> <p>10 total expense as being programmatic.</p> <p>11 Q. What was the basis for</p> <p>12 considering it that?</p> <p>13 A. Well, the basis to them was it</p> <p>14 was program related. It was based on the</p> <p>15 blindness program that this whole thing</p> <p>16 came about.</p> <p>17 The other thing -- one other</p> <p>18 thing that just popped into my head is, in</p> <p>19 them explaining that to me, they said,</p> <p>20 "You can't allocate part of that to</p> <p>21 anything else. It is either programs or</p> <p>22 it isn't." So they said you have to take</p> <p>23 the entire bill, which was what was in the</p> <p>24 allocation, the legal allocation for</p> <p>25 programs.</p>	<p style="text-align: right;">Page 93</p> <p>1 H. Fuchs</p> <p>2 Q. To management?</p> <p>3 A. Well, it is to "Ladies and</p> <p>4 gentlemen." We sent to KPMG. I am sorry.</p> <p>5 It is sent by us to KPMG, and it is the</p> <p>6 management -- I think it's the disclosure</p> <p>7 letter.</p> <p>8 Q. And who drafted this?</p> <p>9 A. KPMG.</p> <p>10 Q. Is that your signature on the</p> <p>11 last page?</p> <p>12 A. Yes, it's my signature.</p> <p>13 Q. At the time you signed this, did</p> <p>14 you believe it to be true?</p> <p>15 A. Yes, I did.</p> <p>16 Q. Do you recall, what were you</p> <p>17 relying on -- scratch that. I apologize.</p> <p>18 Go to paragraph number 20. What</p> <p>19 was your basis for stating that you had a</p> <p>20 reasonable basis for allocation of</p> <p>21 functional expenses?</p> <p>22 A. Well, our functional expenses</p> <p>23 primarily are the biggest line item, which</p> <p>24 is the marketing expenses. And I use a</p> <p>25 consultant to categorize our direct mail</p>

<p style="text-align: right;">Page 94</p> <p>1 H. Fuchs</p> <p>2 marketing expenses as to which is</p> <p>3 programmatic versus what is</p> <p>4 administration/fund raising. So I am</p> <p>5 relying on him to do this reasonably.</p> <p>6 Q. Who was that person?</p> <p>7 A. Well, in '14 it, was our</p> <p>8 marketing company, Target Market, and they</p> <p>9 have somebody in their office who does the</p> <p>10 allocation, and this sent it to us. We</p> <p>11 subsequently have somebody else to do it.</p> <p>12 Q. Do you recall who that was?</p> <p>13 A. It is a fellow called Gary</p> <p>14 Ellis. And he does this as a second job.</p> <p>15 He is an accounting person.</p> <p>16 Q. Does what as a second job?</p> <p>17 A. He does functional expense</p> <p>18 allocations for direct mail pieces for</p> <p>19 non-profits.</p> <p>20 Q. How did you come to retain him?</p> <p>21 A. When we switched marketing firms</p> <p>22 from Target Market to CDR, the CDR</p> <p>23 marketing company, they recommended Gary</p> <p>24 Ellis because they didn't do it</p> <p>25 themselves, where the other marketing</p>	<p style="text-align: right;">Page 96</p> <p>1 H. Fuchs</p> <p>2 first?</p> <p>3 A. Came first?</p> <p>4 Q. Yes.</p> <p>5 A. Okay.</p> <p>6 Q. So, if that's the case, then who</p> <p>7 would have done the allocation before</p> <p>8 Target Market Team?</p> <p>9 A. I don't think there was an</p> <p>10 allocation before Target Market.</p> <p>11 Initially we didn't really do any direct</p> <p>12 mail in the very, very beginning. I would</p> <p>13 have to go back and look. I am not sure</p> <p>14 of the old financials.</p> <p>15 Q. And if you go to page -- never</p> <p>16 mind.</p> <p>17 A. In '12, I was looking to see if</p> <p>18 there was an allocation.</p> <p>19 MR. TRIVIGNO: Wait for a</p> <p>20 question.</p> <p>21 (So marked for identification as</p> <p>22 Fuchs Exhibit 10.)</p> <p>23 MS. FUCHS: Back in FY '12, when</p> <p>24 we used NNE, we allocated very little</p> <p>25 to program on a direct mail. We had</p>
<p style="text-align: right;">Page 95</p> <p>1 H. Fuchs</p> <p>2 company did this practice. So they said</p> <p>3 this guy Gary Ellis does this.</p> <p>4 Q. So when did you start using</p> <p>5 Target Market Team as your marketing</p> <p>6 consultant?</p> <p>7 A. We used them in the beginning,</p> <p>8 the first two years or three years.</p> <p>9 Q. Did you ever use a company</p> <p>10 called NNN?</p> <p>11 A. Oh, NNE?</p> <p>12 Q. NNE.</p> <p>13 A. Yes. But they did not supply</p> <p>14 any of that information.</p> <p>15 Q. Do you recall when you switched</p> <p>16 from NNE to Target Market Team?</p> <p>17 A. I think we -- I think we had</p> <p>18 Target Market and then we went to NNE.</p> <p>19 Maybe I am wrong. I don't remember. I</p> <p>20 thought we -- I thought NNE came after</p> <p>21 Target Market. I am not sure.</p> <p>22 Q. Let me try to refresh your</p> <p>23 recollection --</p> <p>24 A. You are probably right.</p> <p>25 Q. My understanding is NNE came</p>	<p style="text-align: right;">Page 97</p> <p>1 H. Fuchs</p> <p>2 most of it in fund raising, if you go</p> <p>3 to the Exhibit 6, WON-EX 0165. If you</p> <p>4 go to that line item 4, publishing --</p> <p>5 "Printing, Publishing and Postage,"</p> <p>6 you can see that the most -- most of</p> <p>7 the money that was spent, of the</p> <p>8 163,000, 154 was fund raising. So, we</p> <p>9 didn't use anybody to allocate any of</p> <p>10 the -- this was FY '12.</p> <p>11 Q. That is printing, publication</p> <p>12 and postage?</p> <p>13 A. Yes.</p> <p>14 Q. Who did that allocation?</p> <p>15 A. I must have done it, or not done</p> <p>16 it, since most of it was fund raising.</p> <p>17 And there might have been a small piece</p> <p>18 that just went out regarding our programs</p> <p>19 that wasn't fund raising and printing.</p> <p>20 But I don't know exactly which one it was.</p> <p>21 Q. Turning to the same page in the</p> <p>22 financial statement for fiscal year 2012?</p> <p>23 MR. TRIVIGNO: Talking about 5?</p> <p>24 Q. 0106 of Exhibit 5, it again</p> <p>25 appears to be a very small number.</p>

<p style="text-align: right;">Page 98</p> <p>1 H. Fuchs</p> <p>2 A. Yes. That's the one I was</p> <p>3 pointing out, FY '12.</p> <p>4 Q. Then if you go to the same page</p> <p>5 of the financial statements for fiscal</p> <p>6 year 2014, which appears at page 0228 --</p> <p>7 A. Yes, I see that. This was</p> <p>8 probably Target Market.</p> <p>9 Q. And this reflects \$3 and a half</p> <p>10 million being allocated to program</p> <p>11 services and 4.3 million being allocated</p> <p>12 to fund raising. Is that correct?</p> <p>13 A. 3.9 -- yes -- oh, FY '14. 0227?</p> <p>14 Q. 0228.</p> <p>15 A. Okay. That is FY '13.</p> <p>16 Q. Okay.</p> <p>17 A. Yes.</p> <p>18 Q. Wait a minute. I think we may</p> <p>19 have been looking at the wrong page.</p> <p>20 Let's go to page 0164.</p> <p>21 A. In Exhibit?</p> <p>22 Q. Exhibit 5, the 2013.</p> <p>23 MR. TRIVIGNO: Exhibit 6.</p> <p>24 MR. CURCHACK: Exhibit 6.</p> <p>25 Sorry.</p>	<p style="text-align: right;">Page 100</p> <p>1 H. Fuchs</p> <p>2 Q. Is this also a similar kind of</p> <p>3 letter to KPMG from WonderWork?</p> <p>4 A. Yes.</p> <p>5 Q. And it has your signature on the</p> <p>6 last page?</p> <p>7 A. Yes.</p> <p>8 Q. Now, there were some changes in</p> <p>9 this agreement -- in this letter. Sorry.</p> <p>10 I am not going to ask you to read through</p> <p>11 it at this point because it speaks for</p> <p>12 itself. But do you recall noting any</p> <p>13 differences between this letter and the</p> <p>14 previous ones?</p> <p>15 A. It looks like they added on some</p> <p>16 points.</p> <p>17 Q. Do you recall why?</p> <p>18 A. I don't recall why. I see the</p> <p>19 points, but I don't recall why they added</p> <p>20 them.</p> <p>21 Q. Let's look at paragraph 23.</p> <p>22 Paragraph 23 says, "The organization has a</p> <p>23 reasonable basis for determining estimates</p> <p>24 associated with in-kind contributions and</p> <p>25 has followed that basis at June 30, 2014."</p>
<p style="text-align: right;">Page 99</p> <p>1 H. Fuchs</p> <p>2 MS. FUCHS: 0164? Okay. I see.</p> <p>3 Q. This is the June 30, 2013</p> <p>4 financial statement, and again, it shows</p> <p>5 the \$3 and a half million allocated to</p> <p>6 program services. The page we looked at</p> <p>7 previously was actually for fiscal year</p> <p>8 2012.</p> <p>9 A. Correct.</p> <p>10 Q. It was part of this report</p> <p>11 but --</p> <p>12 A. Prior year. Mm-hmm.</p> <p>13 So Target Market did this --</p> <p>14 well, to the best of my recollection, they</p> <p>15 did '13 and '14, even though probably NNE</p> <p>16 started the marketing, Target Market</p> <p>17 picked it up. And they did the allocation</p> <p>18 percentages for me until Gary Ellis did</p> <p>19 them.</p> <p>20 Q. When you said '13 and '14, you</p> <p>21 mean fiscal year?</p> <p>22 A. Fiscal year. Yes.</p> <p>23 Q. Could you look at Exhibit 10,</p> <p>24 please?</p> <p>25 A. Yes.</p>	<p style="text-align: right;">Page 101</p> <p>1 H. Fuchs</p> <p>2 Did you ever have any</p> <p>3 discussions with KPMG about that</p> <p>4 representation?</p> <p>5 A. In this letter? I mean, in</p> <p>6 this --</p> <p>7 Q. Yes.</p> <p>8 A. I don't recall.</p> <p>9 Q. Did they -- to your</p> <p>10 recollection, who drafted this letter?</p> <p>11 A. KPMG.</p> <p>12 Q. And you read it before you</p> <p>13 signed it?</p> <p>14 A. I did.</p> <p>15 MR. CURCHACK: Let's mark the</p> <p>16 next one.</p> <p>17 (So marked for identification as</p> <p>18 Fuchs Exhibit 11.)</p> <p>19 Q. Can you tell us what Exhibit 11</p> <p>20 is?</p> <p>21 A. This looks like the</p> <p>22 representation for the FY '15 audit.</p> <p>23 Q. Could you turn to -- and you</p> <p>24 signed this on the last page?</p> <p>25 A. Yes, I did.</p>

<p style="text-align: right;">Page 102</p> <p>1 H. Fuchs</p> <p>2 Q. Could you turn to paragraph 27?</p> <p>3 Do you recall why that paragraph was</p> <p>4 added?</p> <p>5 A. I don't recall why it was added,</p> <p>6 no.</p> <p>7 Q. Did WonderWork book --</p> <p>8 withdrawn.</p> <p>9 Do you recall whether WonderWork</p> <p>10 created an accrual for potential exposure</p> <p>11 to Help Me See?</p> <p>12 A. I created an accrual for what we</p> <p>13 thought the exposure would be. I just</p> <p>14 don't remember which fiscal year it was</p> <p>15 put in with Help Me See's agreement.</p> <p>16 There is a footnote -- there should be a</p> <p>17 footnote in the audited financials</p> <p>18 regarding it. If I could look through</p> <p>19 this, I could find it.</p> <p>20 Q. Sure. Please do. Just tell us</p> <p>21 what you are looking at.</p> <p>22 A. As soon as I find it, I will let</p> <p>23 you know.</p> <p>24 Q. Can I direct you to page 0300?</p> <p>25 A. Of which Exhibit?</p>	<p style="text-align: right;">Page 104</p> <p>1 H. Fuchs</p> <p>2 contract and they saw what the terms</p> <p>3 were of the dissolutionment of the</p> <p>4 terms --</p> <p>5 MR. LILIEN: What word?</p> <p>6 MS. FUCHS: How we dissolved the</p> <p>7 contract based on -- based on the</p> <p>8 information that we had from Help Me</p> <p>9 See and the emails that were sent</p> <p>10 saying that they wanted to terminate</p> <p>11 the agreement with us.</p> <p>12 So, they read the -- they had</p> <p>13 read the original contract and, based</p> <p>14 on that, that we recorded the</p> <p>15 liability -- well, it wasn't a</p> <p>16 liability --</p> <p>17 MR. LILIEN: Let me read a line</p> <p>18 I am referring to, "The liability</p> <p>19 recorded at the termination of the</p> <p>20 agreement has been reversed as</p> <p>21 management believed the liability will</p> <p>22 not be paid."</p> <p>23 Is that the line you are saying</p> <p>24 KPMG determined --</p> <p>25 MS. FUCHS: Well, based on the</p>
<p style="text-align: right;">Page 103</p> <p>1 H. Fuchs</p> <p>2 Q. Of the 2015 audited financial</p> <p>3 statements.</p> <p>4 MS. SIMMONS: 8.</p> <p>5 Q. It's Exhibit 8.</p> <p>6 A. Got it. Which page?</p> <p>7 Q. 0300. Tell me if that is the</p> <p>8 footnote you were referring to.</p> <p>9 A. Footnote 8?</p> <p>10 Q. Yes.</p> <p>11 A. The original footnote, though,</p> <p>12 didn't have the reversal in it. We</p> <p>13 reversed the entry based on not knowing</p> <p>14 what the agreement might be, so we -- we</p> <p>15 had put it in thinking we were going to</p> <p>16 get money based on the arbitration.</p> <p>17 However, at that point in time when this</p> <p>18 was being done, we decided it really</p> <p>19 didn't make sense -- well, KPMG decided</p> <p>20 with us it didn't make sense to keep in</p> <p>21 the accrual, so we reversed it.</p> <p>22 MR. LILIEN: How would KPMG</p> <p>23 know, have enough information to make</p> <p>24 that judgment?</p> <p>25 MS. FUCHS: They read the</p>	<p style="text-align: right;">Page 105</p> <p>1 H. Fuchs</p> <p>2 original -- the original footnote when</p> <p>3 we first came up with it, it was</p> <p>4 according to how KPMG also interpreted</p> <p>5 the agreement as to what we were</p> <p>6 supposed to -- what we were supposed</p> <p>7 to pay Help Me See and what they were</p> <p>8 supposed to give us. And they came up</p> <p>9 with this liability.</p> <p>10 And so at this --</p> <p>11 MR. LILIEN: Sorry. When you</p> <p>12 say they came up with this liability,</p> <p>13 referring to KPMG?</p> <p>14 MS. FUCHS: KPMG, after they</p> <p>15 read the agreement originally, back</p> <p>16 when they first recorded the footnote.</p> <p>17 Because the footnote was in the FY '13</p> <p>18 audit.</p> <p>19 MR. LILIEN: I am not referring</p> <p>20 to the recording of a liability. I am</p> <p>21 referring to the sentence that says,</p> <p>22 "Management believes the liability</p> <p>23 will not be paid."</p> <p>24 MS. FUCHS: At this point, we</p> <p>25 told KPMG we didn't think this was</p>



<p style="text-align: right;">Page 106</p> <p>1 H. Fuchs</p> <p>2 going to happen.</p> <p>3 Q. If you could look at Exhibit 10,</p> <p>4 I think it is, which is the 2014 audit.</p> <p>5 Go to page 0234. Sorry. Exhibit 9?</p> <p>6 MS. SIMMONS: The actual audit</p> <p>7 is Exhibit 7.</p> <p>8 Q. Exhibit 7. Look at footnote 8.</p> <p>9 It looks to me to be the same footnote.</p> <p>10 A. They usually put in for two</p> <p>11 years the same footnote. That's probably</p> <p>12 why they put it in because it affects two</p> <p>13 fiscal years. So this was the first time</p> <p>14 they put it in. I think the other</p> <p>15 audit --</p> <p>16 Q. Let's go to the previous year,</p> <p>17 the June 30th financials, which are</p> <p>18 attached to Exhibit 6.</p> <p>19 A. Okay.</p> <p>20 Q. Go to page 0170.</p> <p>21 A. At that point, we didn't say it</p> <p>22 would be reversed.</p> <p>23 Q. So what caused the change in the</p> <p>24 management's view between the 2013 audit</p> <p>25 and the fiscal year 2014 audit to add that</p>	<p style="text-align: right;">Page 108</p> <p>1 H. Fuchs</p> <p>2 brought by Smile Train and Help Me See in</p> <p>3 their financial statements?</p> <p>4 A. How did we -- how we treated</p> <p>5 them?</p> <p>6 Q. Yes.</p> <p>7 A. In terms of?</p> <p>8 Q. Were they treated -- how were</p> <p>9 they allocated amongst the functional</p> <p>10 expenses?</p> <p>11 A. Oh, according to what KPMG</p> <p>12 discussed with us, we could treat the</p> <p>13 expenses as a programmatic expense.</p> <p>14 Q. For both of those?</p> <p>15 A. For Help Me See?</p> <p>16 Q. Yes, and Smile Train?</p> <p>17 A. Yes. They did. I think they</p> <p>18 did. Smile Train was before that, so I am</p> <p>19 not sure. But I definitely remember Help</p> <p>20 Me See.</p> <p>21 Q. Going back to Exhibit 10 --</p> <p>22 sorry. Exhibit 11 -- let's skip the</p> <p>23 question and keep moving.</p> <p>24 The end of fiscal year 2016, who</p> <p>25 was WonderWork expecting to do its audit?</p>
<p style="text-align: right;">Page 107</p> <p>1 H. Fuchs</p> <p>2 last sentence to the footnote?</p> <p>3 A. I think it was because it was</p> <p>4 just dragging out. Normally arbitration</p> <p>5 should have been finished in, you know,</p> <p>6 two months from what our original lawyer</p> <p>7 had told us. And the fact that it was</p> <p>8 dragging out this long, management felt</p> <p>9 that just it should be reversed, and I</p> <p>10 didn't argue.</p> <p>11 Q. Well, the latter footnotes say</p> <p>12 that the liability recorded has been</p> <p>13 reversed. So which liability is not going</p> <p>14 to get paid?</p> <p>15 A. Let me go back and look at what</p> <p>16 we had offered.</p> <p>17 I think it was a grant that we</p> <p>18 were supposed to give to Help Me See.</p> <p>19 Q. Which had been booked in the</p> <p>20 financial statements as a liability?</p> <p>21 A. Yes, that's correct.</p> <p>22 Q. Thanks.</p> <p>23 A. Grants payable. It was a grant.</p> <p>24 Q. How did WonderWork treat the</p> <p>25 legal expenses incurred in the actions</p>	<p style="text-align: right;">Page 109</p> <p>1 H. Fuchs</p> <p>2 A. At the very end of FY '16,</p> <p>3 June 30th, '16?</p> <p>4 Q. Yes.</p> <p>5 A. KPMG.</p> <p>6 Q. At some point in time did that</p> <p>7 change?</p> <p>8 A. Yes, it did.</p> <p>9 Q. Can you tell us what happened?</p> <p>10 A. Well, I recall speaking with the</p> <p>11 partner in November, and everything seemed</p> <p>12 to be okay. And then the whole bankruptcy</p> <p>13 issue came up December, and the ruling --</p> <p>14 well, arbitration ruling came up first.</p> <p>15 The bankruptcy -- although the partner</p> <p>16 knew about arbitration ruling because I</p> <p>17 had sent her the documentation.</p> <p>18 And then the bankruptcy came up.</p> <p>19 Then we were trying to get things</p> <p>20 together. And everything was fine until</p> <p>21 about February, when I got an email saying</p> <p>22 they weren't going to do the audit.</p> <p>23 Q. Do you remember the name of the</p> <p>24 KPMG partner you are referring to?</p> <p>25 A. Yes. Kimberly Johnson.</p>

28 (Pages 106 to 109)

<p style="text-align: right;">Page 110</p> <p>1 H. Fuchs</p> <p>2 Q. Did she -- did Ms. Johnson tell</p> <p>3 you why they were not going to be able to</p> <p>4 do the audit?</p> <p>5 A. Part of it was because it was --</p> <p>6 we were just too small of a charity for</p> <p>7 them, we hadn't grown as much as they had</p> <p>8 anticipated from the initial meeting with</p> <p>9 them. That was kind of it. She didn't</p> <p>10 say anything more.</p> <p>11 Q. Isn't it true that the number of</p> <p>12 donors and the amount of donations</p> <p>13 increased in every fiscal year?</p> <p>14 A. That's true.</p> <p>15 Q. Did you try to talk them out of</p> <p>16 backing out of the audit?</p> <p>17 A. I tried to, but apparently it</p> <p>18 had gone up the chain and the chain said</p> <p>19 no.</p> <p>20 Q. So what did you guys do then --</p> <p>21 MR. LILIEN: Sorry. Before you</p> <p>22 go on, did anyone else besides you try</p> <p>23 to convince KPMG?</p> <p>24 MS. FUCHS: I think Brian might</p> <p>25 have called her. I am not sure if he</p>	<p style="text-align: right;">Page 112</p> <p>1 H. Fuchs</p> <p>2 let's say starting in February, were you</p> <p>3 having discussions with KPMG about any</p> <p>4 particular issues regarding WonderWorks'</p> <p>5 financial statements?</p> <p>6 A. No, I wasn't.</p> <p>7 Q. Can we, please, mark as</p> <p>8 Exhibit -- sorry. Never mind.</p> <p>9 MR. LILIEN: When you say they</p> <p>10 went up the chain, your understanding</p> <p>11 is they went up the chain because your</p> <p>12 organization size was too small?</p> <p>13 MS. FUCHS: That was my</p> <p>14 understanding, that it had to go --</p> <p>15 well, that was one of the reasons but</p> <p>16 I am sure -- not sure, but I -- well,</p> <p>17 that was the reason that I was told,</p> <p>18 that it went up her chain of partners.</p> <p>19 MR. LILIEN: Because?</p> <p>20 MS. FUCHS: Well, she said they</p> <p>21 normally do a five-year review. I</p> <p>22 didn't get anything else, any other</p> <p>23 information.</p> <p>24 Q. So what happened next?</p> <p>25 A. Next I tried to find another</p>
<p style="text-align: right;">Page 111</p> <p>1 H. Fuchs</p> <p>2 called or e-mailed. And possibly, but</p> <p>3 I am not sure either, J.J. Coneys, our</p> <p>4 audit committee person.</p> <p>5 MR. LILIEN: You believe either</p> <p>6 Brian or J.J. may have spoken to KPMG</p> <p>7 as well?</p> <p>8 MS. FUCHS: May have, yes. I am</p> <p>9 not sure.</p> <p>10 MR. LILIEN: Your understanding</p> <p>11 of the reason was that you were too</p> <p>12 small and not growing sufficiently.</p> <p>13 Was there any other reason</p> <p>14 discussed --</p> <p>15 MS. FUCHS: With me, no.</p> <p>16 MR. LILIEN: With Brian that you</p> <p>17 are aware of?</p> <p>18 MS. FUCHS: I don't know about</p> <p>19 anything that they discussed with her.</p> <p>20 But what I had discussed through the</p> <p>21 emails was exactly that.</p> <p>22 I had even gotten an engagement</p> <p>23 letter for the guy who was supposed to</p> <p>24 do the 990, so I was surprised.</p> <p>25 Q. During this time frame, and</p>	<p style="text-align: right;">Page 113</p> <p>1 H. Fuchs</p> <p>2 accounting firm. I sent out -- well, I</p> <p>3 looked at whoever -- underneath the top</p> <p>4 tier and I came up with three, four firms:</p> <p>5 BDO, Eisner, CohnReznick -- I think there</p> <p>6 was a fourth. I am not sure. I think</p> <p>7 there were four that I called. And each</p> <p>8 one of them said no until BDO had agreed.</p> <p>9 So, that took a while.</p> <p>10 Q. Do you recall when you finally</p> <p>11 signed an engagement letter with them?</p> <p>12 A. I think it was the beginning of</p> <p>13 April I think.</p> <p>14 MR. LILIEN: Why did the others</p> <p>15 say no and how did they say no? What</p> <p>16 format did they say no to you?</p> <p>17 MS. FUCHS: Reznick said no,</p> <p>18 just no. The other ones, I had sent</p> <p>19 them some information and they weren't</p> <p>20 interested. They never said why.</p> <p>21 MR. LILIEN: What information</p> <p>22 did you send to them?</p> <p>23 MS. FUCHS: I sent them the</p> <p>24 financials. If they asked for -- I</p> <p>25 might have sent them the arbitration</p>

<p style="text-align: right;">Page 114</p> <p>1 H. Fuchs</p> <p>2 agreement, too, as part of their</p> <p>3 review.</p> <p>4 MR. TRIVIGNO: The award.</p> <p>5 MS. FUCHS: The award. I am not</p> <p>6 sure exactly. I have to go back and</p> <p>7 see what I sent to everybody because</p> <p>8 each were asking for different things.</p> <p>9 But I explained the situation, that we</p> <p>10 are looking for an auditor. And until</p> <p>11 BDO, the other ones had said no.</p> <p>12 MR. LILIEN: Explain to me the</p> <p>13 process. After you sent them and you</p> <p>14 called them, they said send materials,</p> <p>15 and you sent materials, what happened</p> <p>16 next? Did they speak with you about</p> <p>17 your materials?</p> <p>18 MS. FUCHS: I am just trying to</p> <p>19 think back.</p> <p>20 A. I was kind of like working with</p> <p>21 one at a time. And I would call them back</p> <p>22 and find out -- because they were</p> <p>23 interested originally and they weren't</p> <p>24 interested and they never would tell me</p> <p>25 exactly why, but they would say they</p>	<p style="text-align: right;">Page 116</p> <p>1 H. Fuchs</p> <p>2 we weren't quite -- we didn't quite have</p> <p>3 the correct restricted/unrestricted</p> <p>4 numbers yet because we were still</p> <p>5 completing the review for the FY '15 that</p> <p>6 they wanted.</p> <p>7 So, that was part of the reason</p> <p>8 it was taking so long is because they</p> <p>9 wanted to make sure they could -- they</p> <p>10 could confirm the opening balance for FY</p> <p>11 '16 restricted numbers by what KPMG had</p> <p>12 left for the FY '15. And they weren't</p> <p>13 satisfied with what KPMG had sent them,</p> <p>14 so...</p> <p>15 Q. So is the Form 909 now complete?</p> <p>16 A. Well, the Form 990, we filed it,</p> <p>17 but we did say that it may be amended</p> <p>18 based on the audited financials.</p> <p>19 Q. Tell us again the issues that</p> <p>20 BDO has raised in connection with the</p> <p>21 audit.</p> <p>22 A. The major -- well, there were</p> <p>23 two issues they raised aside from all of</p> <p>24 the management comments and footnotes</p> <p>25 and -- what do you call those? Financial</p>
<p style="text-align: right;">Page 115</p> <p>1 H. Fuchs</p> <p>2 weren't interested. So then I would work</p> <p>3 with the next one on the list who was</p> <p>4 interested, and they weren't interested.</p> <p>5 Then BDO finally was interested and we</p> <p>6 worked through all the documentation from</p> <p>7 the bankruptcy, from the arbitration award</p> <p>8 and from the bankruptcy. Most of them</p> <p>9 didn't get past the arbitration award.</p> <p>10 But they didn't tell me that. They just</p> <p>11 said no.</p> <p>12 Q. When you retained BDO, what was</p> <p>13 the time frame they were given to complete</p> <p>14 the audit?</p> <p>15 A. Well, we wanted to issue the 990</p> <p>16 on the 15th, when the second extension was</p> <p>17 due. That was part of it. Plus, I</p> <p>18 actually wanted to have the financials</p> <p>19 done by then as well.</p> <p>20 They said they would do their</p> <p>21 best to be as fast as they could.</p> <p>22 Initially they didn't actually give us</p> <p>23 when they would be finished, but the field</p> <p>24 work was supposed to be in April, and by</p> <p>25 May 15th they had done the 990 even though</p>	<p style="text-align: right;">Page 117</p> <p>1 H. Fuchs</p> <p>2 information you put in the front of the</p> <p>3 report, which wasn't finished. They had</p> <p>4 questioned the opening balance for FY '16</p> <p>5 of the restricted funds that were</p> <p>6 remaining because they weren't comfortable</p> <p>7 with the KPMG number.</p> <p>8 Q. Did they tell you why they</p> <p>9 weren't comfortable with it?</p> <p>10 A. My understanding from the senior</p> <p>11 auditor was that they had reviewed some</p> <p>12 work papers that KPMG had given them and</p> <p>13 they weren't happy. They weren't</p> <p>14 satisfied. So, they wanted to further</p> <p>15 test that.</p> <p>16 Q. Any other issues that they took</p> <p>17 issue?</p> <p>18 MS. FUCHS: Oh, the other point</p> <p>19 was, we had booked in-kind</p> <p>20 contributions for the surgical</p> <p>21 partners, and the contribution they</p> <p>22 made to us based on the surgeries that</p> <p>23 they performed, and they did not agree</p> <p>24 with our -- our philosophy, so to</p> <p>25 speak.</p>

<p style="text-align: right;">Page 118</p> <p>1 H. Fuchs</p> <p>2 Q. And has that issue been</p> <p>3 resolved?</p> <p>4 A. That has just been resolved.</p> <p>5 They agree with us now. And so based on</p> <p>6 their last review, they made some updates</p> <p>7 to the numbers I had given them because</p> <p>8 the numbers I had given them were as of</p> <p>9 the time they finished the fieldwork. So,</p> <p>10 they wanted more up-to-date numbers, so</p> <p>11 there are some additional in-kind</p> <p>12 contributions they have accepted, which I</p> <p>13 am just going to confirm that tomorrow</p> <p>14 with our program associate.</p> <p>15 And then on the restricted</p> <p>16 numbers, based on the review that we</p> <p>17 performed with CLM, we have come up with</p> <p>18 an additional amount of restricted</p> <p>19 contributions based on the philosophy and</p> <p>20 procedures we used for FY '16 that BDO</p> <p>21 agreed with.</p> <p>22 So, I have updated those</p> <p>23 numbers, and the person who is responsible</p> <p>24 was on vacation last week. So she is just</p> <p>25 back today and I am supposed to go over</p>	<p style="text-align: right;">Page 120</p> <p>1 H. Fuchs</p> <p>2 be converted to cash for -- to be moved to</p> <p>3 the Total Stock, it was in the small stock</p> <p>4 accounts.</p> <p>5 Q. Were there other procedure</p> <p>6 issues that KPMG raised -- sorry. That</p> <p>7 BDO raised in connection with their audit?</p> <p>8 A. Other than?</p> <p>9 Q. You mentioned the in-kind issue?</p> <p>10 A. Right.</p> <p>11 Q. You mentioned the unrestricted</p> <p>12 issue. And I asked you about --</p> <p>13 A. Expenses.</p> <p>14 Q. -- legal fees.</p> <p>15 A. Okay.</p> <p>16 Q. For example, your policies with</p> <p>17 respect to reimbursements?</p> <p>18 A. Their issue was on the</p> <p>19 authorization of expense reimbursements,</p> <p>20 since I was authorizing most of them, and</p> <p>21 I had authorized Brian's expenses. We</p> <p>22 then sent all of the expenses to the board</p> <p>23 to authorize. And they were happy -- they</p> <p>24 are okay with that now. And all my</p> <p>25 expenses, instead of me authorizing my own</p>
<p style="text-align: right;">Page 119</p> <p>1 H. Fuchs</p> <p>2 this with her tomorrow just to get that</p> <p>3 out of the way.</p> <p>4 Then there is just a few little</p> <p>5 tweaks in the notes, the management notes,</p> <p>6 and hopefully...</p> <p>7 Q. Did BDO raise any issues about</p> <p>8 the allocation of legal fees?</p> <p>9 A. No, they didn't.</p> <p>10 Q. How does WonderWork invest funds</p> <p>11 that it hasn't spent?</p> <p>12 A. Well, currently all of our funds</p> <p>13 are in a money market, based on the</p> <p>14 bankruptcy.</p> <p>15 Q. Prior to that, prior to the</p> <p>16 bankruptcy.</p> <p>17 A. We kept it in a Vanguard Index</p> <p>18 Fund, Total Stock Index Fund that was</p> <p>19 recommended by Ken French.</p> <p>20 Q. Were there ever any other</p> <p>21 investments other than that Total Stock</p> <p>22 Fund?</p> <p>23 A. The only other investments we</p> <p>24 had was when people donated stock to us</p> <p>25 for their donations, and before it could</p>	<p style="text-align: right;">Page 121</p> <p>1 H. Fuchs</p> <p>2 expense reimbursements, send them to</p> <p>3 Brian, and he authorized them.</p> <p>4 Q. Do you recall the amount of the</p> <p>5 legal fees that were put under program</p> <p>6 expenses?</p> <p>7 A. For FY '16? FY '15?</p> <p>8 Q. For any year?</p> <p>9 A. Well, I know FY '15 was a lot.</p> <p>10 And I can tell you that based on the</p> <p>11 audit.</p> <p>12 So for FY '15, professional or</p> <p>13 consulting...</p> <p>14 Well, we have 562,000 here under</p> <p>15 programs. Not all of that was legal, but</p> <p>16 I would say at least three to 400,000 were</p> <p>17 legal. I don't have the breakdown with</p> <p>18 me.</p> <p>19 Q. Thank you.</p> <p>20 Let's turn to restricted and</p> <p>21 unrestricted funds.</p> <p>22 A. Okay.</p> <p>23 Q. Who is responsible for</p> <p>24 classifying donations as restricted or</p> <p>25 unrestricted?</p>

<p style="text-align: right;">Page 122</p> <p>1 H. Fuchs</p> <p>2 A. For the financials, I am.</p> <p>3 Q. How do you go about doing that?</p> <p>4 A. When a donation comes in to one</p> <p>5 of our causes, directly to one of our</p> <p>6 causes -- Burn Rescue, First Step,</p> <p>7 20/20/20 -- it's automatically restricted</p> <p>8 to the cause. So that takes care of that.</p> <p>9 When a donation comes in to</p> <p>10 WonderWork, it's reviewed -- do you want</p> <p>11 to know the now or the before we changed</p> <p>12 this little procedure?</p> <p>13 Q. Let's go back to the beginning.</p> <p>14 A. Okay.</p> <p>15 Q. Starting at the beginning with</p> <p>16 WonderWork.</p> <p>17 A. So before we even had the</p> <p>18 causes, we -- at WonderWork, we did not</p> <p>19 have d/b/a's, we just had WonderWork. But</p> <p>20 I did have -- I did have general ledger</p> <p>21 accounts for Burn Rescue, First Step,</p> <p>22 hydrocephalus and -- well, hole in the</p> <p>23 heart and water on the brain.</p> <p>24 When our initial mailings went</p> <p>25 out, our WonderWork mailings went out, it</p>	<p style="text-align: right;">Page 124</p> <p>1 H. Fuchs</p> <p>2 The direct mail pieces for donations</p> <p>3 and other informational pieces on</p> <p>4 getting -- funding causes.</p> <p>5 After that, we set up doing</p> <p>6 business as accounts for First Step</p> <p>7 and for Burn Rescue. So this way</p> <p>8 people could donate directly to what</p> <p>9 they wanted to and write the name of</p> <p>10 the cause on the check and it would go</p> <p>11 directly to that particular bank</p> <p>12 account as opposed to the WonderWork</p> <p>13 bank account.</p> <p>14 Q. Did WonderWork file any assumed</p> <p>15 name certificates with any government?</p> <p>16 A. We just -- we set up this with</p> <p>17 the bank. We didn't set up a separate</p> <p>18 charity for them. So we just set up</p> <p>19 separate bank accounts with HSBC.</p> <p>20 MR. LILIEN: But did you</p> <p>21 alert -- did you file any paperwork</p> <p>22 with any government authority</p> <p>23 establishing the d/b/a's or seeking</p> <p>24 approval of the d/b/a's?</p> <p>25 MS. FUCHS: Our lawyers did</p>
<p style="text-align: right;">Page 123</p> <p>1 H. Fuchs</p> <p>2 was for the four causes. And if someone</p> <p>3 made a donation to WonderWork, however</p> <p>4 they said on the donation that it was for</p> <p>5 clubfoot, burns or the heart and the water</p> <p>6 on the brain, I would then book it to the</p> <p>7 appropriate general ledger account.</p> <p>8 When we decided to expand on the</p> <p>9 direct mail and --</p> <p>10 Q. And when was that?</p> <p>11 A. Probably in around 2012, going</p> <p>12 forward. We decided to set up these doing</p> <p>13 business as so that people could see the</p> <p>14 cause as itself as opposed to in this</p> <p>15 informational -- with the other pieces.</p> <p>16 So, we set up -- well, backing</p> <p>17 up, we weren't getting much for hole in</p> <p>18 the heart and water on the brain. So</p> <p>19 rather than keeping sending information</p> <p>20 out to those, we let those kind of fall</p> <p>21 through the cracks and set up the --</p> <p>22 MR. LILIEN: When you say</p> <p>23 sending information out, what are you</p> <p>24 referring to?</p> <p>25 MS. FUCHS: The direct mail.</p>	<p style="text-align: right;">Page 125</p> <p>1 H. Fuchs</p> <p>2 that. Greg Lam -- Kravitz --</p> <p>3 Copilevitz &amp; Canter, who had set up</p> <p>4 WonderWork originally as a 501(c)(3),</p> <p>5 so they set up the d/b/a's with the</p> <p>6 appropriate legal classifications.</p> <p>7 Yes. We have the paperwork. That was</p> <p>8 what we gave the bank to set up the</p> <p>9 bank accounts.</p> <p>10 Q. So continue.</p> <p>11 A. So once we did that, we were</p> <p>12 able to raise money and it would go</p> <p>13 directly to the restricted account and we</p> <p>14 didn't have to segregate anything.</p> <p>15 However, when money came in to WonderWork,</p> <p>16 it normally came in unrestricted, or</p> <p>17 sometimes it would say -- it would say on</p> <p>18 the check, "I want this money to go to</p> <p>19 blindness surgeries," or if it came in</p> <p>20 specifically to a cause, then it would go</p> <p>21 into the WonderWork bank account, but it</p> <p>22 would be restricted on the general ledger</p> <p>23 to the cause.</p> <p>24 MR. BERKIN: The restricted</p> <p>25 account you are referring to, is that</p>

<p style="text-align: right;">Page 126</p> <p>1 H. Fuchs</p> <p>2 on the income statement or the balance</p> <p>3 sheet?</p> <p>4 MS. FUCHS: It is on the income</p> <p>5 statement. Well, the balance sheet</p> <p>6 has the bank accounts, the restricted</p> <p>7 bank accounts. But if it came to</p> <p>8 WonderWork, the balance sheet is in</p> <p>9 the WonderWork account. But it went</p> <p>10 to the general ledger income account</p> <p>11 for the cause.</p> <p>12 MR. LILIEN: When you say money</p> <p>13 is restricted to a cause, could you</p> <p>14 explain what that means?</p> <p>15 A. I call them causes, but it is</p> <p>16 what we do. The programmatic -- the</p> <p>17 programs that we run for clubfoot and for</p> <p>18 burns and for blindness now, the money</p> <p>19 would be restricted to go to that</p> <p>20 particular cause.</p> <p>21 MR. LILIEN: To put it</p> <p>22 differently, how would WonderWork</p> <p>23 determine what uses within that cause</p> <p>24 the money could be spent towards?</p> <p>25 MS. FUCHS: Well, primarily</p>	<p style="text-align: right;">Page 128</p> <p>1 H. Fuchs</p> <p>2 can't recall exactly what they were.</p> <p>3 I think there was something for</p> <p>4 children's blood pressure. Pulse</p> <p>5 oximeters. [REDACTED]? That was I think</p> <p>6 monitoring children after surgery who tend</p> <p>7 to need to be watched more closely than</p> <p>8 adults.</p> <p>9 MR. LILIEN: If not you, who</p> <p>10 would have that information?</p> <p>11 MS. FUCHS: The program group.</p> <p>12 They have all that.</p> <p>13 Q. Continuing on with the story?</p> <p>14 A. So if -- when we first -- well,</p> <p>15 doing direct mail, the caging company,</p> <p>16 DMP, would get the majority of the mail</p> <p>17 pieces to -- they would go to the post</p> <p>18 office box and collect them in Hagerstown,</p> <p>19 Maryland. And it would be sorted by</p> <p>20 cause. For the most part, WonderWork --</p> <p>21 when we were soliciting for WonderWork</p> <p>22 money or for WonderWork donations, that</p> <p>23 normally came to the headquarters. So,</p> <p>24 the caging company would then open the</p> <p>25 mail, deposit the checks in the</p>
<p style="text-align: right;">Page 127</p> <p>1 H. Fuchs</p> <p>2 within the causes are surgical uses,</p> <p>3 so that was where the restricted money</p> <p>4 went to, grants for the surgeries.</p> <p>5 Occasionally there were quality</p> <p>6 reviews that were done in the</p> <p>7 hospitals, or we purchased equipment</p> <p>8 for some of the OR's or -- what do you</p> <p>9 call them?</p> <p>10 MR. LILIEN: How frequently did</p> <p>11 that occur, that WonderWork purchased</p> <p>12 equipment?</p> <p>13 MS. FUCHS: Not frequently.</p> <p>14 Once in a while. I don't know exactly</p> <p>15 which grants went for the purchase of</p> <p>16 equipment, but it was for probably eye</p> <p>17 surgeries. Some kind of -- can't</p> <p>18 remember the name of it.</p> <p>19 Q. I have seen something to</p> <p>20 indicate that at one point a microscope</p> <p>21 was purchased for a hospital.</p> <p>22 A. Yes.</p> <p>23 Q. Other than that, are you aware</p> <p>24 of any?</p> <p>25 A. There was a few others, but I</p>	<p style="text-align: right;">Page 129</p> <p>1 H. Fuchs</p> <p>2 appropriate bank cut.</p> <p>3 It was set up so that they had</p> <p>4 access through HSBC's secure check reading</p> <p>5 machinery to deposit the checks into each</p> <p>6 of the accounts. So, if they were doing a</p> <p>7 batch of Burn Rescue, they would deposit</p> <p>8 in the Burn Rescue account. Then the</p> <p>9 actual direct mail receipt piece that came</p> <p>10 in with the direct mail would go to their</p> <p>11 input people. They would input people and</p> <p>12 they would key it in, which would then go</p> <p>13 directly to the database that we had in</p> <p>14 place at the time.</p> <p>15 The donation process, after</p> <p>16 they -- after they would deposit the</p> <p>17 donations, DMP would prepare a daily cash</p> <p>18 deposit log, which they would then PDF to</p> <p>19 WonderWork with the information of the</p> <p>20 daily bank deposits, so I would know how</p> <p>21 much money went into each of the d/b/a's</p> <p>22 and I would be able to restrict that</p> <p>23 amount on the general ledger.</p> <p>24 When the bank statements would</p> <p>25 come, I'd be able to reconcile the totals</p>

<p style="text-align: right;">Page 130</p> <p>1 H. Fuchs</p> <p>2 from the daily deposit logs to the bank</p> <p>3 statements. If the donor wanted to use a</p> <p>4 credit card, they would put in their</p> <p>5 credit card number on reply device, and we</p> <p>6 had separate PayPal accounts for each of</p> <p>7 the d/b/a's. So, they would -- DMP would</p> <p>8 be able to key in the credit card</p> <p>9 information, and that too would be put on</p> <p>10 this deposit log and sent daily.</p> <p>11 The WonderWork donations,</p> <p>12 similarly, they would come to the office.</p> <p>13 Instead of being deposited through DMP, we</p> <p>14 would go to the bank and deposit them and</p> <p>15 make a copy of the check, a copy of the</p> <p>16 deposit slip that the market people would</p> <p>17 keep.</p> <p>18 I would put the information into</p> <p>19 the WonderWork bank account with the name</p> <p>20 of the donor as opposed to just a log</p> <p>21 number, because we had that detail</p> <p>22 information. And then the marketing</p> <p>23 people would upload that information to</p> <p>24 the database and they would keep the</p> <p>25 backup of a copy of the check and copy of</p>	<p style="text-align: right;">Page 132</p> <p>1 H. Fuchs</p> <p>2 Q. At that point, who would decide</p> <p>3 whether a WonderWork check should be</p> <p>4 restricted or unrestricted?</p> <p>5 A. Well, DMP would send us the</p> <p>6 backup for all the donations that we sent</p> <p>7 them, and if there was a letter or copy of</p> <p>8 a check, they would send that to us as</p> <p>9 well. So we would see that and be able to</p> <p>10 restrict it if we could or not.</p> <p>11 MR. LILIEN: If there was no</p> <p>12 letter?</p> <p>13 MS. FUCHS: Until recently it</p> <p>14 was just going to WonderWork, the</p> <p>15 unrestricted account, until we did</p> <p>16 this massive review.</p> <p>17 Q. Could you just refresh my</p> <p>18 recollection about the timing on this</p> <p>19 review?</p> <p>20 A. Well, we started around January,</p> <p>21 the FY '16 donations, based on the</p> <p>22 matching of the actual direct mail piece</p> <p>23 that the person was responding to.</p> <p>24 MR. LILIEN: It started when?</p> <p>25 MS. FUCHS: Around January.</p>
<p style="text-align: right;">Page 131</p> <p>1 H. Fuchs</p> <p>2 the deposit ticket.</p> <p>3 If the WonderWork check had a</p> <p>4 specific piece of information on it that</p> <p>5 says "I want this for blindness" or "I</p> <p>6 want this for burns," then rather than</p> <p>7 putting it in my general ledger WonderWork</p> <p>8 account, I'd put it in any general ledger</p> <p>9 cause account, 20/20/20 or Burn Rescue or</p> <p>10 First Step.</p> <p>11 And that's how it was done.</p> <p>12 Q. Initially?</p> <p>13 A. Yes. And it is still done --</p> <p>14 well, until FY '17, it's been done like</p> <p>15 that. In FY '17, there is too many</p> <p>16 donations coming in to headquarters, so we</p> <p>17 decided to batch them and send the</p> <p>18 WonderWork donations to DMP also so they</p> <p>19 could put them in the bank and put them in</p> <p>20 the database.</p> <p>21 Q. And who -- do you recall exactly</p> <p>22 when you started sending those down to</p> <p>23 DMP?</p> <p>24 A. When I decided to go part time.</p> <p>25 July 2016.</p>	<p style="text-align: right;">Page 133</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: Of this year?</p> <p>3 MS. FUCHS: Of 2017.</p> <p>4 MR. LILIEN: Talking about 2017?</p> <p>5 MS. FUCHS: Around there.</p> <p>6 Q. Who made the decision to --</p> <p>7 A. Well, BDO was wanting to confirm</p> <p>8 all the WonderWork donations to see if</p> <p>9 they were restricted or unrestricted. And</p> <p>10 based on the sample that they did and the</p> <p>11 work that we were doing, we had -- well,</p> <p>12 actually, no.</p> <p>13 Backing up, BDO, that was</p> <p>14 afterwards.</p> <p>15 Based on the legal review of the</p> <p>16 unrestricted donations, it was felt that</p> <p>17 many of them should have been restricted.</p> <p>18 Q. When you say "based on the legal</p> <p>19 review" --</p> <p>20 A. Well, the legal review of what</p> <p>21 is considered a restricted donation.</p> <p>22 Q. And who made that review?</p> <p>23 A. Our legal team had been looking</p> <p>24 at the donations for the bankruptcy. They</p> <p>25 were reviewing the backup of the donation.</p>

<p style="text-align: right;">Page 134</p> <p>1 H. Fuchs</p> <p>2 They wanted to see the checks and they</p> <p>3 wanted to see any letters that were sent.</p> <p>4 But then they also wanted to see the</p> <p>5 direct mail piece that the donor was</p> <p>6 responding to.</p> <p>7 Q. Why couldn't they just rely on</p> <p>8 your books and records?</p> <p>9 A. Because I wasn't using the</p> <p>10 direct mail piece. And a lot of times the</p> <p>11 direct mail piece was "Can you contribute</p> <p>12 money for surgeries," which would have</p> <p>13 been restricted to surgeries, and I didn't</p> <p>14 do that.</p> <p>15 A lot of our direct mail pieces</p> <p>16 evolved to "make a donation for surgeries"</p> <p>17 as opposed to just "make a donation."</p> <p>18 Q. If somebody sent in a check to</p> <p>19 WonderWork applied for surgeries, would</p> <p>20 that be deemed restricted?</p> <p>21 A. It should have been but it</p> <p>22 wasn't.</p> <p>23 MR. TRIVIGNO: Hold on. On the</p> <p>24 check, you are saying?</p> <p>25 Q. Assuming either the check or</p>	<p style="text-align: right;">Page 136</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: What happened after</p> <p>3 you put the note? What was the effect</p> <p>4 of you putting that note in the</p> <p>5 ledger?</p> <p>6 MS. FUCHS: For FY '15, it</p> <p>7 didn't, which was the problem. In FY</p> <p>8 '16, it became restricted to a</p> <p>9 WonderWork surgery account.</p> <p>10 MR. LILIEN: Once the review</p> <p>11 commenced in January 2017 to look back</p> <p>12 at the restricted determinations?</p> <p>13 MS. FUCHS: That's correct.</p> <p>14 Q. Did KPMG ever raise questions</p> <p>15 about the practice of sort of</p> <p>16 retroactively allocating or retroactively</p> <p>17 characterizing WonderWork checks as</p> <p>18 restricted or unrestricted?</p> <p>19 A. That never came up, the</p> <p>20 WonderWork checks.</p> <p>21 MR. LILIEN: Walter, I may be</p> <p>22 getting ahead of you, but I will just</p> <p>23 ask the questions as they are</p> <p>24 relevant.</p> <p>25 MR. CURCHACK: Please.</p>
<p style="text-align: right;">Page 135</p> <p>1 H. Fuchs</p> <p>2 even if there was something in the mailing</p> <p>3 that says, "I want my gift restricted to</p> <p>4 surgeries."</p> <p>5 A. If it said surgeries on the</p> <p>6 check, yes, I would restrict it. But if</p> <p>7 it didn't --</p> <p>8 MR. LILIEN: Hold on. You would</p> <p>9 restrict it to what?</p> <p>10 MS. FUCHS: To surgeries, and</p> <p>11 I'd split it up into the three</p> <p>12 classifications of surgeries.</p> <p>13 Q. And how would you do that?</p> <p>14 A. Well, I would say 33, 33, 33.</p> <p>15 Or it depends -- sometimes they would say</p> <p>16 "I want this amount to go to blindness."</p> <p>17 MR. LILIEN: But if it did not</p> <p>18 say the amount they wanted to go to</p> <p>19 blindness --</p> <p>20 MS. FUCHS: If it just said</p> <p>21 "surgeries"?</p> <p>22 MR. LILIEN: Yes.</p> <p>23 MS. FUCHS: I would just make a</p> <p>24 note in the GL in my description, I</p> <p>25 would say "restricted to surgeries."</p>	<p style="text-align: right;">Page 137</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: As I understand the</p> <p>3 process, the determination or final</p> <p>4 determination as to whether a gift is</p> <p>5 restricted or unrestricted happened in</p> <p>6 connection with the audit post-closing</p> <p>7 of the fiscal year. You sit down with</p> <p>8 the auditors --</p> <p>9 MS. FUCHS: Right. That's</p> <p>10 correct.</p> <p>11 MR. LILIEN: In the past,</p> <p>12 pre-BDO.</p> <p>13 MS. FUCHS: That's correct.</p> <p>14 MR. LILIEN: So just a practical</p> <p>15 question: How would restricted</p> <p>16 donations be tracked during the year?</p> <p>17 MS. FUCHS: Well, I don't</p> <p>18 actually track them during the year</p> <p>19 except for what is included in the</p> <p>20 cause accounts that I know</p> <p>21 specifically are restricted because I</p> <p>22 have that number. But the</p> <p>23 WonderWork --</p> <p>24 MR. LILIEN: Were not</p> <p>25 restricted?</p>



<p style="text-align: right;">Page 138</p> <p>1 H. Fuchs</p> <p>2 MS. FUCHS: Yes.</p> <p>3 (So marked for identification as</p> <p>4 Fuchs Exhibit 12.)</p> <p>5 Q. I have asked the reporter to</p> <p>6 mark as the next exhibit, Exhibit 12,</p> <p>7 three spreadsheets. It appears to be --</p> <p>8 let me identify them by what they say.</p> <p>9 The first says, "Temporarily Restricted</p> <p>10 Net Assets" at the top, and it says "Roll</p> <p>11 Forward Schedule" at the bottom.</p> <p>12 The second one says,</p> <p>13 "Temporarily Restricted Net assets" but</p> <p>14 refers to "Net Assets Released from</p> <p>15 Restrictions on June 30, 2014."</p> <p>16 The last one says "Temporarily</p> <p>17 Restricted Net Assets FY '15" at the top.</p> <p>18 Do you recognize these?</p> <p>19 A. Yes, I do.</p> <p>20 Q. Can you tell us what they are?</p> <p>21 A. So these were the calculations</p> <p>22 that were done in conjunction with KPMG to</p> <p>23 restrict -- well, to calculate what was</p> <p>24 restricted and what could be removed from</p> <p>25 restriction in FY '13, '14 and '15.</p>	<p style="text-align: right;">Page 140</p> <p>1 H. Fuchs</p> <p>2 A. Unless the WonderWork money was</p> <p>3 booked to one of the accounts. So if a</p> <p>4 WonderWork check came in and the check</p> <p>5 said "I want this for burns" then it's in</p> <p>6 here.</p> <p>7 Q. And you are the one who would</p> <p>8 have made that notation --</p> <p>9 A. Correct. Yes, that's correct.</p> <p>10 Q. The second column after donation</p> <p>11 says "Program Expenses." What is included</p> <p>12 in that?</p> <p>13 A. The program expenses are the</p> <p>14 monies that were given in grants to our</p> <p>15 partner hospitals to perform medical</p> <p>16 services on the blindness, burns,</p> <p>17 clubfoot, hole in the heart and</p> <p>18 hydrocephalus. We have cleft lip on the</p> <p>19 top, but that wasn't used for this</p> <p>20 exercise.</p> <p>21 Q. What was the cleft lip used for?</p> <p>22 A. Well, the cleft lip was a</p> <p>23 program expense. However, we did not get</p> <p>24 any donations for that particular program</p> <p>25 so it wasn't used in the calculation to</p>
<p style="text-align: right;">Page 139</p> <p>1 H. Fuchs</p> <p>2 Q. Let's go to fiscal year 2013.</p> <p>3 A. Okay.</p> <p>4 Q. Is that in fact what this is,</p> <p>5 because it doesn't have a date on it?</p> <p>6 A. This was the first one that was</p> <p>7 prepared, yes. This was the first one</p> <p>8 that was prepared.</p> <p>9 Q. What does "temporarily</p> <p>10 restricted net assets" mean to you?</p> <p>11 A. These are the donations that</p> <p>12 were received that need to be spent on our</p> <p>13 causes, so you restrict them until you</p> <p>14 spend them in how the donor wanted them</p> <p>15 spent.</p> <p>16 Q. And then there is -- so that is</p> <p>17 the revenue? That is what came in to the</p> <p>18 specific causes?</p> <p>19 A. That's correct.</p> <p>20 Q. At the time this chart was</p> <p>21 prepared, this -- would this include any</p> <p>22 money that came into WonderWork?</p> <p>23 A. This does not include any</p> <p>24 WonderWork money.</p> <p>25 Q. Okay.</p>	<p style="text-align: right;">Page 141</p> <p>1 H. Fuchs</p> <p>2 release restricted funds.</p> <p>3 Q. What was the source -- where did</p> <p>4 the \$450,000 go?</p> <p>5 A. It went to Smile Train.</p> <p>6 Q. And why did it go to Smile</p> <p>7 Train?</p> <p>8 A. It was an agreement reached with</p> <p>9 Smile Train on -- a legal agreement back</p> <p>10 in FY '13.</p> <p>11 Q. Where did that \$450,000 come</p> <p>12 from?</p> <p>13 A. That came from the WonderWork</p> <p>14 unrestricted funds.</p> <p>15 Q. Now the next column says,</p> <p>16 "Remaining Restricted Funds Before</p> <p>17 Allocation" which is just column 1, minus</p> <p>18 column 2. Correct?</p> <p>19 A. Yes, that's correct.</p> <p>20 Q. Then there are some percentages.</p> <p>21 Are those -- what do those percentages</p> <p>22 represent?</p> <p>23 A. So at the time we did this</p> <p>24 allocation, we weren't -- we weren't as</p> <p>25 detailed as we were in the past, but if</p>

<p style="text-align: right;">Page 142</p> <p>1 H. Fuchs</p> <p>2 you look on the bottom where it says,</p> <p>3 "Allocation to Split Among Programs" it</p> <p>4 says 1506807.</p> <p>5 At the time of the audit, the</p> <p>6 manager had explained to me that I am</p> <p>7 allowed to use this amount of money in the</p> <p>8 calculation to release some restricted</p> <p>9 funds.</p> <p>10 MR. LILIEN: What does that</p> <p>11 mean, "release some restricted funds"?</p> <p>12 MS. FUCHS: Well, when the funds</p> <p>13 are restricted, you need to remove the</p> <p>14 restriction by spending the money on</p> <p>15 the programs that the funds relate to.</p> <p>16 MR. LILIEN: So what were the</p> <p>17 funds spent on?</p> <p>18 MS. FUCHS: Well. Program</p> <p>19 services allocation is the piece of</p> <p>20 our direct mail that we are allowed to</p> <p>21 allocate to programs. This</p> <p>22 1.5 million.</p> <p>23 MR. LILIEN: What do you mean</p> <p>24 you are "allowed to allocate to</p> <p>25 programs"?</p>	<p style="text-align: right;">Page 144</p> <p>1 H. Fuchs</p> <p>2 it deducts that amount from what is</p> <p>3 remaining restricted.</p> <p>4 MR. LILIEN: To be clear,</p> <p>5 restricted funds that were treated as</p> <p>6 restricted for WonderWork and the</p> <p>7 d/b/a's, funds that were treated as</p> <p>8 restricted became unrestricted as a</p> <p>9 result of their allocation of those</p> <p>10 funds to program?</p> <p>11 MS. FUCHS: That's correct. So</p> <p>12 you have -- you have the actual</p> <p>13 program expense and you have the</p> <p>14 allocation of the program services.</p> <p>15 That's correct.</p> <p>16 And then you have what is</p> <p>17 remaining after you release the funds.</p> <p>18 So, of the example 300 -- I can't see.</p> <p>19 Q. I think it is 636.</p> <p>20 MS. FUCHS: Yes. 636,000?</p> <p>21 Well, we were able to release 505,000,</p> <p>22 ,and so we had 130,000 remaining that</p> <p>23 gets carried over to the next year</p> <p>24 until you can spend that as well on</p> <p>25 the program.</p>
<p style="text-align: right;">Page 143</p> <p>1 H. Fuchs</p> <p>2 MS. FUCHS: Based on accounting</p> <p>3 procedures, there are a certain amount</p> <p>4 of direct mail that if it falls into</p> <p>5 certain criteria, you can use the</p> <p>6 expense for programs.</p> <p>7 So the way this was done was</p> <p>8 KPMG explained to me I could use \$1</p> <p>9 and a half million in our direct mail</p> <p>10 expense that can release some of this</p> <p>11 program expense for the year, fiscal</p> <p>12 year.</p> <p>13 MR. LILIEN: Does that mean --</p> <p>14 well, let me rephrase that.</p> <p>15 Does the release of a program --</p> <p>16 I will put it differently.</p> <p>17 When money, funds are allowed to</p> <p>18 be allocated to program when direct</p> <p>19 mail expenses are allowed to be</p> <p>20 allocated to program.</p> <p>21 MS. FUCHS: Yes.</p> <p>22 MR. LILIEN: What impact does</p> <p>23 that have on your restricted gifts?</p> <p>24 MS. FUCHS: That removes that</p> <p>25 amount from the restricted monies, so</p>	<p style="text-align: right;">Page 145</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: At any time when</p> <p>3 you were releasing the restriction,</p> <p>4 using restricted funds -- treating</p> <p>5 restricted funds as though they were</p> <p>6 used for mailing expenses --</p> <p>7 MS. FUCHS: Yeah, the public</p> <p>8 information.</p> <p>9 MR. LILIEN: Right. Did you or</p> <p>10 anyone on your staff look at the</p> <p>11 underlying solicitation materials that</p> <p>12 accompanied those?</p> <p>13 MS. FUCHS: Well, we had our</p> <p>14 marketing company do that as well as</p> <p>15 the consultant that we hired to do</p> <p>16 that. I mean, there are certain rules</p> <p>17 that they follow as to how you can</p> <p>18 treat your direct mail pieces.</p> <p>19 MR. LILIEN: For clarity, I am</p> <p>20 not referring to the fund allocation.</p> <p>21 I am referring to restricted assets.</p> <p>22 MS. FUCHS: Okay. Can you</p> <p>23 repeat the question, then?</p> <p>24 MR. LILIEN: Sure. When you</p> <p>25 were determining whether a restricted</p>

<p style="text-align: right;">Page 146</p> <p>1 H. Fuchs</p> <p>2 asset can be used for mailings or the</p> <p>3 restricted nature of the asset can be</p> <p>4 released for reporting purposes, did</p> <p>5 you look at the underlying</p> <p>6 solicitation materials?</p> <p>7 MS. FUCHS: That's exactly what</p> <p>8 you look at, to see what they are</p> <p>9 comprised of.</p> <p>10 MR. LILIEN: And when you looked</p> <p>11 at those materials -- now, this is a</p> <p>12 function that you did?</p> <p>13 MS. FUCHS: No. This is what</p> <p>14 the marketing company did and our</p> <p>15 consultant did. I mean, I looked at</p> <p>16 it also obviously, but they were the</p> <p>17 ones to come up with how to remove the</p> <p>18 restriction, how the allocation works.</p> <p>19 MR. LILIEN: When they would</p> <p>20 look at it, what is your understanding</p> <p>21 of what they were looking for in order</p> <p>22 to determine whether a restricted fund</p> <p>23 can be released?</p> <p>24 MS. FUCHS: Yes. We looked at</p> <p>25 it also, because you spend a lot of</p>	<p style="text-align: right;">Page 148</p> <p>1 H. Fuchs</p> <p>2 on funds, in other words, spending</p> <p>3 restricted funds on purposes, did you</p> <p>4 consider whether spending restricted</p> <p>5 funds on mailings would be consistent</p> <p>6 with the restricted purposes for which</p> <p>7 the funds were raised?</p> <p>8 MS. FUCHS: Well, we considered</p> <p>9 that in association with the</p> <p>10 accounting policies on how you are</p> <p>11 allowed to allocate your funds. So, I</p> <p>12 guess -- I don't know if that is a yes</p> <p>13 or no. But according to the</p> <p>14 accounting policies, you can -- it is</p> <p>15 understandable to be able to do this</p> <p>16 kind of --</p> <p>17 BY MR. CURCHACK:</p> <p>18 Q. Which accounting policies are</p> <p>19 you talking about?</p> <p>20 A. The one that -- I can't remember</p> <p>21 offhand, but I think it is 98 or</p> <p>22 something, the accounting consultant uses</p> <p>23 to determine what he can -- what he can</p> <p>24 allocate to the program information.</p> <p>25 Q. Did you ever read that?</p>
<p style="text-align: right;">Page 147</p> <p>1 H. Fuchs</p> <p>2 money on direct mail and you want to</p> <p>3 put in there certain pieces of</p> <p>4 information to alert the donor of</p> <p>5 the -- what the mission of the charity</p> <p>6 is and how it can be things that are</p> <p>7 helpful to them.</p> <p>8 MR. CURCHACK: To them, meaning</p> <p>9 whom?</p> <p>10 MS. FUCHS: The donor, so that</p> <p>11 you can actually use that piece of</p> <p>12 material to split it up amongst the</p> <p>13 allocations.</p> <p>14 MR. LILIEN: I appreciate that</p> <p>15 you may have gone through the exercise</p> <p>16 to treat what would otherwise be fund</p> <p>17 raising expenses as program. I am</p> <p>18 focusing just for the moment on the</p> <p>19 restricted gifts.</p> <p>20 Before, you mentioned that your</p> <p>21 understanding of restricted purpose</p> <p>22 meant restricted for surgical</p> <p>23 procedures and there may have been</p> <p>24 some equipment. When you went through</p> <p>25 the exercise of releasing restrictions</p>	<p style="text-align: right;">Page 149</p> <p>1 H. Fuchs</p> <p>2 A. I know there are certain pieces</p> <p>3 that you need to include in your</p> <p>4 materials. Call to action, things like</p> <p>5 that. But I didn't read the whole...</p> <p>6 Q. So why would you have put a call</p> <p>7 to action into one of the direct mail</p> <p>8 pieces?</p> <p>9 A. We have a brochure in our direct</p> <p>10 mail, a little brochure in our direct mail</p> <p>11 pieces that explain a lot about the</p> <p>12 problem with, for example, clubfoot and</p> <p>13 how it can be treated and what needs to be</p> <p>14 done, as opposed to just saying, "Give us</p> <p>15 money."</p> <p>16 So, there are pieces in our</p> <p>17 direct mail piece that explain that.</p> <p>18 Q. We'll look at some of those in a</p> <p>19 little while.</p> <p>20 Going back to the schedule,</p> <p>21 referring to the blindness line again?</p> <p>22 A. Yes.</p> <p>23 Q. If you go to the second page, I</p> <p>24 see the \$130,000 that you talked about</p> <p>25 from the first page in column A?</p>

<p style="text-align: right;">Page 150</p> <p>1 H. Fuchs</p> <p>2 A. I see, yes.</p> <p>3 Q. So that is the --</p> <p>4 A. The rollover, carry forward.</p> <p>5 Q. Going across that line, we</p> <p>6 talked about what these other columns are.</p> <p>7 Column E says, "Direct Mail Allocation Per</p> <p>8 KPMGRX." What does that mean?</p> <p>9 A. Well, after the first year,</p> <p>10 because we were doing so much more direct</p> <p>11 mail, KPMG manager actually did the</p> <p>12 allocation from the information that I</p> <p>13 gave him on the cost of all our direct</p> <p>14 mail pieces and how much in each direct</p> <p>15 mail piece was attributable to programs.</p> <p>16 So, he did a spreadsheet, this</p> <p>17 RX title.</p> <p>18 Q. Do you know what is included in</p> <p>19 the "Program Expenses" column on this</p> <p>20 chart? 2.634?</p> <p>21 A. That would be -- that would be</p> <p>22 the cost of the mail pieces used for</p> <p>23 blindness that were attributable -- I'm</p> <p>24 sorry.</p> <p>25 The program expense side?</p>	<p style="text-align: right;">Page 152</p> <p>1 H. Fuchs</p> <p>2 Total expense, 5.7.</p> <p>3 We spent -- well, we had</p> <p>4 4.2 million in total that was restricted</p> <p>5 from FY '13 and FY '14 total. Our program</p> <p>6 expenses were 2.6 million. Our direct</p> <p>7 mail allocation, 3.1 million. So, the</p> <p>8 total we could release based on that was</p> <p>9 5.7.</p> <p>10 However, our expenses were only</p> <p>11 4.2. So, we could release the entire 4.2.</p> <p>12 MR. LILIEN: When you say</p> <p>13 "release," again, this is important</p> <p>14 for us. When you say release, you are</p> <p>15 referring to restricted funds being</p> <p>16 used, spent?</p> <p>17 MS. FUCHS: Spent. That's</p> <p>18 correct. So we could -- we could say</p> <p>19 that we have spent everything that we</p> <p>20 have gotten in donations for -- which</p> <p>21 included the '13 as well -- for</p> <p>22 blindness.</p> <p>23 So if you look at the last</p> <p>24 column, there is zero left for</p> <p>25 blindness.</p>
<p style="text-align: right;">Page 151</p> <p>1 H. Fuchs</p> <p>2 Q. Yes, the program expenses.</p> <p>3 A. Oh, program expense was here.</p> <p>4 If you look on the left column, program</p> <p>5 expenses, 5000 program, 5100 blindness.</p> <p>6 That's the general account of how much</p> <p>7 funds were given for the grants and things</p> <p>8 that were given for those programs.</p> <p>9 Q. So were \$2.634 million given in</p> <p>10 grants related to blindness in fiscal</p> <p>11 2014?</p> <p>12 A. Yes.</p> <p>13 40,000. Right after that is</p> <p>14 2.6 million.</p> <p>15 Q. A couple columns over to the</p> <p>16 right it says, "Net Assets Released Per</p> <p>17 Limit." What does "per limit" mean?</p> <p>18 A. So the total expenses that we</p> <p>19 had, if you look at the column with the</p> <p>20 line 5.7 million, the net asset release</p> <p>21 per limit, we could only release -- well,</p> <p>22 we could actually release all of it, all</p> <p>23 of the 3.1 million because we spent --</p> <p>24 excuse me.</p> <p>25 We could release...</p>	<p style="text-align: right;">Page 153</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: And what are you</p> <p>3 spending it on?</p> <p>4 MS. FUCHS: We are spending it</p> <p>5 on the programs, which is the C</p> <p>6 column, as well as the direct mail</p> <p>7 allocation, which is the E column,</p> <p>8 which total to the 5.7 million.</p> <p>9 And since we only had</p> <p>10 4.2 million, the whole thing was</p> <p>11 released.</p> <p>12 MR. LILIEN: Off the record for</p> <p>13 two minutes.</p> <p>14 (Recess.)</p> <p>15 BY MR. CURCHACK:</p> <p>16 Q. Other than providing this</p> <p>17 allocation for purposes of your financial</p> <p>18 statements, were there any other factors</p> <p>19 considered in determining what was</p> <p>20 restricted or unrestricted funds for</p> <p>21 purposes of netting out or to come to net</p> <p>22 assets at the end of the year?</p> <p>23 A. The only other one was the time</p> <p>24 restriction.</p> <p>25 Q. But --</p>

<p style="text-align: right;">Page 154</p> <p>1 H. Fuchs</p> <p>2 A. Other than that?</p> <p>3 Q. Other than accounting</p> <p>4 principles, was anything else considered?</p> <p>5 A. No.</p> <p>6 Q. Is there anything in the DMI</p> <p>7 system that relates to the tracked</p> <p>8 restricted net asset balances?</p> <p>9 A. Not that I know of.</p> <p>10 Q. When a donation is reclassified</p> <p>11 between the fund codes and DMI, like when</p> <p>12 you take a WonderWork check and put it</p> <p>13 over to 20/20/20, because someone wrote</p> <p>14 "blindness" on the check, is that then</p> <p>15 reclassified in the general ledger as</p> <p>16 well?</p> <p>17 A. Well, I would classify it in the</p> <p>18 general ledger first. So it would be --</p> <p>19 it would be on the check when I gave it to</p> <p>20 the marketing group to input.</p> <p>21 Q. Other than direct mail</p> <p>22 expenses -- by that I mean printing and</p> <p>23 postage -- are there any other expenses</p> <p>24 charged against the restricted net asset</p> <p>25 balances?</p>	<p style="text-align: right;">Page 156</p> <p>1 H. Fuchs</p> <p>2 salaries and office expenses?</p> <p>3 A. These -- no. These restricted</p> <p>4 funds, these are what would be remaining</p> <p>5 in the restricted funds, which -- I am</p> <p>6 just trying to think of what you are...</p> <p>7 In the financials, we can</p> <p>8 allocate -- we allocate funds to the</p> <p>9 categories. However, I do not use these</p> <p>10 restricted funds to pay for that.</p> <p>11 MR. LILIEN: Why?</p> <p>12 MS. FUCHS: Well, these</p> <p>13 restricted funds are restricted for</p> <p>14 the program. I don't calculate</p> <p>15 anything on the financial statements</p> <p>16 to release the funds. I think at the</p> <p>17 end of the financial statement there</p> <p>18 is a calculation done to tell you --</p> <p>19 no, it is not. I am sorry.</p> <p>20 No, I don't use --</p> <p>21 MR. LILIEN: What you are saying</p> <p>22 is restricted funds are not used to</p> <p>23 pay for compensation, for example?</p> <p>24 MS. FUCHS: The restricted</p> <p>25 funds -- remaining restricted funds</p>
<p style="text-align: right;">Page 155</p> <p>1 H. Fuchs</p> <p>2 A. It would just be the direct mail</p> <p>3 expense, which would include the DMI and</p> <p>4 the DMP in the total of all the expenses.</p> <p>5 Q. Prior to the middle --</p> <p>6 A. Excuse me. That would be</p> <p>7 included in the functional breakdown but</p> <p>8 not in this calculation. This calculation</p> <p>9 is just the direct mail expense for the</p> <p>10 printing and the paper and the postage.</p> <p>11 Q. What do you mean by the</p> <p>12 functional allocation?</p> <p>13 A. That is on the audited financial</p> <p>14 statements, where it breaks down the</p> <p>15 expense by the different groups. Program,</p> <p>16 fund raising and management and general.</p> <p>17 This, though, is just the actual</p> <p>18 direct mail expense. That includes, on</p> <p>19 the functional expenses in the audited</p> <p>20 financials, includes a few other expenses.</p> <p>21 Q. To be sure I understand what you</p> <p>22 are saying, there are --</p> <p>23 A. Some stragglers.</p> <p>24 Q. There are deductions made from</p> <p>25 the restricted funds to pay a portion of</p>	<p style="text-align: right;">Page 157</p> <p>1 H. Fuchs</p> <p>2 ends up by itself. I don't know. I</p> <p>3 don't think it's used on that expense.</p> <p>4 MR. LILIEN: Are restricted</p> <p>5 funds used for any sort of overhead or</p> <p>6 administration?</p> <p>7 MS. FUCHS: No. No. The</p> <p>8 restricted funds stay restricted</p> <p>9 separately.</p> <p>10 MR. LILIEN: A question for you:</p> <p>11 Do you think it is inappropriate to</p> <p>12 use restricted funds for compensation?</p> <p>13 MS. FUCHS: Good question. Is</p> <p>14 it inappropriate? If someone is</p> <p>15 restricting their money for a specific</p> <p>16 program, then it would be</p> <p>17 inappropriate. If they are</p> <p>18 restricting their funds to --</p> <p>19 sometimes they have it more general.</p> <p>20 "I want to restrict it to --" you</p> <p>21 know, if they want to restrict it to</p> <p>22 something other than surgical</p> <p>23 programs, then fine. For the most</p> <p>24 part, it is probably not appropriate.</p> <p>25 MR. LILIEN: I think this is a</p>

<p style="text-align: right;">Page 158</p> <p>1 H. Fuchs</p> <p>2 foundational question. How do you</p> <p>3 define "surgical programs"?</p> <p>4 MS. FUCHS: The surgical</p> <p>5 programs are what we fund the</p> <p>6 hospitals and/or medical teams that</p> <p>7 are in the hospitals to do their work.</p> <p>8 So we have a group -- we have a doctor</p> <p>9 that will do quality assurance reviews</p> <p>10 in the hospital. So that is</p> <p>11 programmatic.</p> <p>12 We have the medical records</p> <p>13 database, which is programmatic. But</p> <p>14 we have that is restricted funds.</p> <p>15 We have...</p> <p>16 MR. LILIEN: Okay.</p> <p>17 (So marked for identification as</p> <p>18 Fuchs Exhibit 13.)</p> <p>19 BY MR. CURCHACK:</p> <p>20 Q. I have had the reporter mark as</p> <p>21 Exhibit 13 an email thread identified by</p> <p>22 email number 023602, and the most recent</p> <p>23 email is from Hana Fuchs to Ryan Leggett</p> <p>24 dated April 16, 2015.</p> <p>25 Can you tell us who Ryan Leggett</p>	<p style="text-align: right;">Page 160</p> <p>1 H. Fuchs</p> <p>2 either on programs, on management in</p> <p>3 general and on fund raising. And based</p> <p>4 on -- it appears, based on the analysis</p> <p>5 that I did that year, Brian had spent way</p> <p>6 more time on programmatic ventures than on</p> <p>7 management in general and fund raising</p> <p>8 from what this sounds like.</p> <p>9 I don't have the numbers at the</p> <p>10 moment but...</p> <p>11 Q. So does that mean that his</p> <p>12 salary would be included in the program</p> <p>13 expenses, or that 80 percent of his salary</p> <p>14 would be included in the "Program</p> <p>15 Expenses" column?</p> <p>16 MR. TRIVIGNO: When you say</p> <p>17 "Program Expenses" column --</p> <p>18 MS. FUCHS: Not on the</p> <p>19 allocation, no. On the functional</p> <p>20 expenses in the audited financials.</p> <p>21 This is purely restricted monies from</p> <p>22 donors.</p> <p>23 Q. But would restricted monies go</p> <p>24 to pay the portion of expenses</p> <p>25 attributable to his time attributable to</p>
<p style="text-align: right;">Page 159</p> <p>1 H. Fuchs</p> <p>2 is?</p> <p>3 A. Ryan was the manager on the KPMG</p> <p>4 account.</p> <p>5 Q. If you go down to the bottom of</p> <p>6 the first page, the last paragraph says,</p> <p>7 "One other item though. I was able to</p> <p>8 look into what was driving the reduction</p> <p>9 in M&amp;G expense and M&amp;G salary expense. It</p> <p>10 appears that Brian's allocation of salary</p> <p>11 changed from 40 percent program in 2013 to</p> <p>12 80 percent program in 2014."</p> <p>13 Do you recall knowing that?</p> <p>14 A. I must have known it. It's</p> <p>15 here.</p> <p>16 Q. Well --</p> <p>17 A. Yes.</p> <p>18 Q. What does it mean to say that</p> <p>19 Brian's salary allocations changed from</p> <p>20 40 percent program to 80 percent program?</p> <p>21 A. At the end of the year when I</p> <p>22 review the staff salaries and benefits for</p> <p>23 the allocation of those expenses on the</p> <p>24 functional expense allocation, we</p> <p>25 determine how much time they have spent</p>	<p style="text-align: right;">Page 161</p> <p>1 H. Fuchs</p> <p>2 program?</p> <p>3 A. Well, the way the restricted</p> <p>4 money is rolled over and remains</p> <p>5 restricted does not include that.</p> <p>6 MR. LILIEN: Can you maybe</p> <p>7 answer Walter's question?</p> <p>8 MS. FUCHS: Sorry.</p> <p>9 MR. CURCHACK: Can you read the</p> <p>10 question, please?</p> <p>11 (Record read.)</p> <p>12 A. It doesn't.</p> <p>13 Q. It doesn't?</p> <p>14 A. No, it doesn't.</p> <p>15 Q. So restricted funds are not used</p> <p>16 to pay those expenses?</p> <p>17 A. Correct.</p> <p>18 MR. LILIEN: What does, in this</p> <p>19 context, when you say Brian worked</p> <p>20 80 percent program, can you just</p> <p>21 explain to me what he did, what</p> <p>22 program activities he spent 80 percent</p> <p>23 of his time on?</p> <p>24 MS. FUCHS: His usual travelling</p> <p>25 to the partner hospitals and reviewing</p>

<p style="text-align: right;">Page 162</p> <p>1 H. Fuchs</p> <p>2 the type of work that they do. And he</p> <p>3 does that with DeLois a lot. Would be</p> <p>4 considered programmatic. How he</p> <p>5 reviews the grant application -- he</p> <p>6 does some grant review and he writes a</p> <p>7 lot of the direct mail pieces, which</p> <p>8 would include the public information</p> <p>9 piece.</p> <p>10 So when I look at the time</p> <p>11 allocation for all the staff, I look</p> <p>12 at what they have been doing.</p> <p>13 MR. LILIEN: Just in terms of</p> <p>14 the public information pieces, does</p> <p>15 Brian write the public information</p> <p>16 pieces?</p> <p>17 MS. FUCHS: He writes some of</p> <p>18 them. Some of them we glean from</p> <p>19 other pieces of material. But in some</p> <p>20 of the pieces that are written, it is</p> <p>21 Brian's language. I don't know</p> <p>22 exactly at the moment, but looking</p> <p>23 through the pieces, when our</p> <p>24 consultant reviews it, he outlines</p> <p>25 which is programmatic. It is usually</p>	<p style="text-align: right;">Page 164</p> <p>1 H. Fuchs</p> <p>2 MR. CURCHACK: I am going to now</p> <p>3 ask the reporter to mark as Exhibit 14</p> <p>4 an email from Vera Eastman to you</p> <p>5 dated March 20, 2017, together with a</p> <p>6 spreadsheet that has at the bottom</p> <p>7 0019930.</p> <p>8 (So marked for identification as</p> <p>9 Fuchs Exhibit 14.)</p> <p>10 Q. Do you recognize this email?</p> <p>11 A. From Vera? Yes.</p> <p>12 Q. Can you tell us what this</p> <p>13 spreadsheet shows?</p> <p>14 A. This is from FY '17 in our</p> <p>15 general ledger. I had given Vera a</p> <p>16 download of what I had booked from the</p> <p>17 general ledger through December 29th and</p> <p>18 what was in the accounts for WonderWork</p> <p>19 Burn Rescue, First Step and 20/20/20.</p> <p>20 They went through the database</p> <p>21 to show me -- well, to explain to me which</p> <p>22 donations needed to be classified in</p> <p>23 different accounts that I had.</p> <p>24 Q. Now, I understand from your</p> <p>25 previous statements why a gift might be</p>
<p style="text-align: right;">Page 163</p> <p>1 H. Fuchs</p> <p>2 written by Brian.</p> <p>3 BY MR. CURCHACK:</p> <p>4 Q. Could you tell us again what the</p> <p>5 purpose of including that information is?</p> <p>6 A. The purpose of including program</p> <p>7 information in a direct mail piece?</p> <p>8 Q. Yes.</p> <p>9 A. It's information to the public</p> <p>10 as to many things. One is, if it is on</p> <p>11 blindness, how you can prevent blindness,</p> <p>12 how you can detect certain issues, how --</p> <p>13 what our mission is in this -- you know,</p> <p>14 in our charity.</p> <p>15 Q. Is part of the mission of</p> <p>16 WonderWork to prevent blindness?</p> <p>17 A. It's to make the public aware of</p> <p>18 issues that may cause blindness in the</p> <p>19 Third World countries, not -- we can't</p> <p>20 prevent it, no.</p> <p>21 Q. But it is directed -- it is</p> <p>22 intended to relate to programs providing</p> <p>23 or addressing needs in Third World</p> <p>24 countries?</p> <p>25 A. That's correct. Yes.</p>	<p style="text-align: right;">Page 165</p> <p>1 H. Fuchs</p> <p>2 moved into 20/20/20 from WonderWork, but</p> <p>3 why would a gift be moved from 20/20/20</p> <p>4 into WonderWork?</p> <p>5 A. The gifts -- it may have been</p> <p>6 just deposited in the wrong bank account,</p> <p>7 but I am not sure in particular. I'd have</p> <p>8 to look at each one.</p> <p>9 Well, backing up a little, in FY</p> <p>10 '17 we started having DMP deposit all of</p> <p>11 the WonderWork donations. And perhaps</p> <p>12 they just made some mistakes because they</p> <p>13 put them in the wrong bank account. And</p> <p>14 in doing so, it was booked to WonderWork</p> <p>15 and it should have been booked to a cause.</p> <p>16 Q. But similarly, you are</p> <p>17 suggesting that there could have been a</p> <p>18 check deposited into the 20/20/20</p> <p>19 account --</p> <p>20 A. Could have been.</p> <p>21 Q. -- that wasn't the result of a</p> <p>22 20/20/20 solicitation?</p> <p>23 A. Possibly. I actually made that</p> <p>24 mistake once or twice when it was in the</p> <p>25 bank. And just in my haste to get things</p>

<p style="text-align: right;">Page 166</p> <p>1 H. Fuchs</p> <p>2 deposited -- I use ATM machine to deposit</p> <p>3 the checks and I hit the wrong account.</p> <p>4 Q. The salmon lines on the chart,</p> <p>5 salmon-colored lines, all say "microscope</p> <p>6 gift." Are those donations to purchase</p> <p>7 the microscope we were talking about</p> <p>8 before?</p> <p>9 A. That's correct. I think it --</p> <p>10 no. Well, if this is FY '17, I am not</p> <p>11 sure.</p> <p>12 Q. Well, according to this chart,</p> <p>13 those checks were deposited 12/28, 12/15</p> <p>14 and 12/22 of 2016.</p> <p>15 A. I have to -- I am not sure about</p> <p>16 this microscope, but there might have been</p> <p>17 some fund raiser or something for</p> <p>18 microscopes. I honestly don't remember.</p> <p>19 Q. If someone gave money to</p> <p>20 purchase a microscope, would that be</p> <p>21 recorded as a donation in kind?</p> <p>22 A. No. We would record that as a</p> <p>23 restricted gift for a microscope for</p> <p>24 whatever -- if it was blindness or if it</p> <p>25 was just something else. I have to go</p>	<p style="text-align: right;">Page 168</p> <p>1 H. Fuchs</p> <p>2 (So marked for identification as</p> <p>3 Fuchs Exhibit 15.)</p> <p>4 BY MR. CURCHACK:</p> <p>5 Q. Do you recognize this</p> <p>6 transaction report?</p> <p>7 A. This looks like it is part of a</p> <p>8 download from the general ledger from my</p> <p>9 donations.</p> <p>10 Q. What does the column labeled</p> <p>11 "Split" mean?</p> <p>12 A. The column "Split"? This column</p> <p>13 is the bank account. Or if there were a</p> <p>14 journal entry, it would say "split"</p> <p>15 because it wouldn't have the two accounts</p> <p>16 for the journal entries. So this just</p> <p>17 right now has bank account.</p> <p>18 MR. LILIEN: Sorry. What does</p> <p>19 the word "split" mean in this context?</p> <p>20 MS. FUCHS: In the download of</p> <p>21 the GL on QuickBooks, when it says</p> <p>22 "split" in a line, there is usually</p> <p>23 two lines, like a journal entry line</p> <p>24 with the two accounts that it would</p> <p>25 come from or go to.</p>
<p style="text-align: right;">Page 167</p> <p>1 H. Fuchs</p> <p>2 back and double-check on this. I am</p> <p>3 sorry.</p> <p>4 MR. LILIEN: Len, if you can</p> <p>5 help get information on this? Was</p> <p>6 this for multiple microscopes, one</p> <p>7 microscope and where the donor is</p> <p>8 giving the money with the intent of</p> <p>9 purchasing a microscope?</p> <p>10 MR. TRIVIGNO: Sure.</p> <p>11 MR. CURCHACK: Can we please</p> <p>12 mark the next exhibit, an email from</p> <p>13 DeLois Greenwood to a number of</p> <p>14 people, including you, dated March 27,</p> <p>15 2017? Attached to that is a very long</p> <p>16 document called "Transaction Report"</p> <p>17 that has production numbers emails</p> <p>18 0019894 --</p> <p>19 (Discussion held off the</p> <p>20 record.)</p> <p>21 MR. CURCHACK: The attachment to</p> <p>22 the email is labeled "WonderWork</p> <p>23 Transaction Report,</p> <p>24 July 2015-June 2016," a two-page</p> <p>25 document.</p>	<p style="text-align: right;">Page 169</p> <p>1 H. Fuchs</p> <p>2 But this just is the bank</p> <p>3 account. There is no split on there.</p> <p>4 Just one account number.</p> <p>5 Q. What is the connection between</p> <p>6 the amount and the balance columns?</p> <p>7 A. The balance is a running total</p> <p>8 and it has no -- it has no relevance to</p> <p>9 this information as it stands. It would</p> <p>10 be if you had the full printout, and it</p> <p>11 would be at the end of the account number.</p> <p>12 It would be running balance as it went</p> <p>13 down the account. So that doesn't have</p> <p>14 any relevance on this page since it is</p> <p>15 just the specific transactions that are</p> <p>16 highlighted.</p> <p>17 Q. Thank you.</p> <p>18 After the --</p> <p>19 MR. LILIEN: Let me just ask you</p> <p>20 a question. The line on the email</p> <p>21 from DeLois to you and others says,</p> <p>22 "Seems your reconciliation process has</p> <p>23 some issues. Need to work it out so</p> <p>24 Hana and your numbers agree."</p> <p>25 What is that a reference to?</p>

43 (Pages 166 to 169)



<p style="text-align: right;">Page 170</p> <p>1 H. Fuchs</p> <p>2 MS. FUCHS: Well, I am not sure</p> <p>3 about this particular -- this</p> <p>4 particular dump that DeLois sent out.</p> <p>5 But in general, when we were trying to</p> <p>6 come up with the restricted numbers</p> <p>7 for the causes and for WonderWork,</p> <p>8 what I did is I downloaded my general</p> <p>9 ledger and said we needed to find each</p> <p>10 donation and see where it led, whether</p> <p>11 it was truly WonderWork for a</p> <p>12 particular cause or for surgeries or</p> <p>13 was it a cause that was in the wrong</p> <p>14 place.</p> <p>15 So we needed to match what Janet</p> <p>16 and Vera had in their database to what</p> <p>17 I had in my general ledger. That was</p> <p>18 the process we were going through.</p> <p>19 And so if, it was -- if I had it in a</p> <p>20 blindness account, they had to make</p> <p>21 sure that their DMI account for the</p> <p>22 donor was in a blindness account. And</p> <p>23 if not, we needed to figure out where</p> <p>24 it really belonged.</p> <p>25 So it was part of what we were</p>	<p style="text-align: right;">Page 172</p> <p>1 H. Fuchs</p> <p>2 Q. As a result of the work that BDO</p> <p>3 is doing in connection with their audit,</p> <p>4 do you anticipate a change in the balances</p> <p>5 of restricted and unrestricted funds?</p> <p>6 A. Based on our last review, we are</p> <p>7 increasing the WonderWork restricted</p> <p>8 number by about \$900,000.</p> <p>9 Q. When you say "increasing," do</p> <p>10 you mean --</p> <p>11 A. From the FY '15 back look.</p> <p>12 Q. Let me show you a letter your</p> <p>13 counsel wrote to the United States Trustee</p> <p>14 dated April 25, 2017.</p> <p>15 (So marked for identification as</p> <p>16 Fuchs Exhibit 16.)</p> <p>17 Q. Have you seen this letter</p> <p>18 before?</p> <p>19 A. Possibly. Oh, yes, I did. I</p> <p>20 have seen the letter. I see the</p> <p>21 spreadsheet in the back. I worked on</p> <p>22 that. Sorry.</p> <p>23 Q. When you say you anticipate the</p> <p>24 restricted funds increasing by 900,000 --</p> <p>25 by approximately \$900,000, is that a</p>
<p style="text-align: right;">Page 171</p> <p>1 H. Fuchs</p> <p>2 doing to find out what was restricted</p> <p>3 or unrestricted.</p> <p>4 BY MR. CURCHACK:</p> <p>5 Q. If there are funds contributed</p> <p>6 on the website, through the website, are</p> <p>7 those treated as restricted or</p> <p>8 unrestricted?</p> <p>9 A. We have four accounts on our</p> <p>10 website, the WonderWork, Burn Rescue,</p> <p>11 20/20/20 and First Step. Right now they</p> <p>12 are all restricted for each of the</p> <p>13 accounts, WonderWork, Burn Rescue,</p> <p>14 20/20/20 and First Step. In the past,</p> <p>15 they weren't. The WonderWork account</p> <p>16 wasn't, but now they are.</p> <p>17 Q. Why is WonderWork now</p> <p>18 restricted?</p> <p>19 A. Our website now says that all</p> <p>20 your money is going to be used for</p> <p>21 surgical programs. I think that is on the</p> <p>22 website now, so it is restricted.</p> <p>23 Q. By "surgical programs," you are</p> <p>24 referring to the grants to hospitals?</p> <p>25 A. Correct.</p>	<p style="text-align: right;">Page 173</p> <p>1 H. Fuchs</p> <p>2 change from these numbers that are</p> <p>3 reflected on page 3 of this letter?</p> <p>4 A. Yes. Correct.</p> <p>5 MR. LILIEN: Relatedly, do you</p> <p>6 anticipate changing any numbers on the</p> <p>7 expense side, how restricted funds</p> <p>8 have been used?</p> <p>9 MS. FUCHS: Well, what I</p> <p>10 changed -- what I changed was I booked</p> <p>11 an expense to the WonderWork number</p> <p>12 from FY '15 that wasn't there</p> <p>13 originally because we didn't have FY</p> <p>14 '15. So that changed that particular</p> <p>15 number, but --</p> <p>16 MR. LILIEN: What was the</p> <p>17 change?</p> <p>18 MS. FUCHS: It was a few -- it</p> <p>19 was about a hundred thousand dollars</p> <p>20 in grants that were given to hospitals</p> <p>21 in FY '15 that says use it for like</p> <p>22 clubfoot and blindness or use it for</p> <p>23 two causes instead of one. So that</p> <p>24 was in the WonderWork account.</p> <p>25 When I double-checked that, I</p>

<p style="text-align: right;">Page 174</p> <p>1 H. Fuchs</p> <p>2 said well, release that now. I am</p> <p>3 waiting for BDO to go over that</p> <p>4 tomorrow.</p> <p>5 MR. CURCHACK: Why don't we take</p> <p>6 a break.</p> <p>7 (Recess.)</p> <p>8 MS. FUCHS: I just wanted to</p> <p>9 clarify something I said earlier,</p> <p>10 which after I left, I remembered it</p> <p>11 wasn't quite right. I think I</p> <p>12 mentioned WonderWork web donations</p> <p>13 were restricted to surgeries. It is</p> <p>14 really surgical programs, not just</p> <p>15 surgeries.</p> <p>16 I wanted to make a point of that</p> <p>17 as opposed to saying the WonderWork</p> <p>18 donations from the website were</p> <p>19 restricted to surgeries.</p> <p>20 MR. LILIEN: In your mind, what</p> <p>21 is the distinction between surgeries</p> <p>22 and surgical programs?</p> <p>23 MS. FUCHS: Well, the programs</p> <p>24 can be used for a number of things</p> <p>25 other than just having a surgery. The</p>	<p style="text-align: right;">Page 176</p> <p>1 H. Fuchs</p> <p>2 is 98, but I might be wrong. That relates</p> <p>3 to how you can account for the different</p> <p>4 categories. We have a consultant who does</p> <p>5 that for us.</p> <p>6 Q. What are the types of costs that</p> <p>7 get jointly allocated?</p> <p>8 A. The direct mail expense costs</p> <p>9 would be the costs directly allocated,</p> <p>10 jointly allocated.</p> <p>11 Q. Does WonderWork allocate any of</p> <p>12 the joint costs to the restricted net</p> <p>13 asset accounts?</p> <p>14 A. The joint costs that are</p> <p>15 allocated to the restricted accounts are</p> <p>16 the cost for the various direct mail</p> <p>17 pieces for each of the causes. So, yes.</p> <p>18 Q. I would like to turn to the 2015</p> <p>19 charity CHAR500 form, Exhibit 8,</p> <p>20 particularly to page 0293. Can you tell</p> <p>21 us what this is?</p> <p>22 A. This is a schedule of functional</p> <p>23 expense-by-expense categories, so this is</p> <p>24 a breakdown of expenses by program,</p> <p>25 management and general and fund raising.</p>
<p style="text-align: right;">Page 175</p> <p>1 H. Fuchs</p> <p>2 program can be used for other things,</p> <p>3 like equipment or Q/A reviews or</p> <p>4 things like that for the hospital, not</p> <p>5 just having surgery.</p> <p>6 BY MR. CURCHACK:</p> <p>7 Q. Other things related to</p> <p>8 performing the surgeries?</p> <p>9 A. Pretty much, yes, related to</p> <p>10 that, but not just a surgery.</p> <p>11 Q. I want to ask a series of</p> <p>12 questions, some of which may have been</p> <p>13 addressed already, but I want to have</p> <p>14 clear answers to the extent we can.</p> <p>15 What does "joint cost</p> <p>16 allocation" mean to you?</p> <p>17 A. To me, the joint cost allocation</p> <p>18 is an expense that can be shared between</p> <p>19 various categories of expenses.</p> <p>20 Q. Okay.</p> <p>21 And what kind of -- what kind of</p> <p>22 accounting guidance affects that or</p> <p>23 provides a standard?</p> <p>24 A. There is a standard -- I don't</p> <p>25 remember exactly the number. I think it</p>	<p style="text-align: right;">Page 177</p> <p>1 H. Fuchs</p> <p>2 Q. Now, which of these expenses?</p> <p>3 What do you think "program</p> <p>4 services" entails, encompasses?</p> <p>5 A. Program services would be</p> <p>6 expenses relating to the deliverance of</p> <p>7 our mission and programs. So, the way we</p> <p>8 alerted the public, the way our management</p> <p>9 group works on the programs. It's all the</p> <p>10 aspects of how we actually run our</p> <p>11 charity.</p> <p>12 Q. Where does the money to pay the</p> <p>13 program services come from?</p> <p>14 A. The expenses for the program</p> <p>15 services are from our donations.</p> <p>16 Q. Other than grants and in-kind</p> <p>17 services, which of the remaining expense</p> <p>18 items on this table would be charged</p> <p>19 against the restricted fund account?</p> <p>20 A. On the table here, if you look</p> <p>21 at the printing, publication and postage</p> <p>22 account, the part -- part of the total</p> <p>23 expense of the \$6 million would be</p> <p>24 allocated to cover expenses for programs,</p> <p>25 that \$4 million, 4.4 million.</p>

<p style="text-align: right;">Page 178</p> <p>1 H. Fuchs</p> <p>2 Q. So that roughly \$4 and a half</p> <p>3 million, in your mind, could be paid with</p> <p>4 restricted funds?</p> <p>5 A. That's correct.</p> <p>6 Q. And that allocation again is</p> <p>7 based on the ratios that you were given by</p> <p>8 Greg Ellis?</p> <p>9 A. Yes. Gary Ellis.</p> <p>10 Q. Gary Ellis. Sorry.</p> <p>11 A. Yes.</p> <p>12 Q. The other line items there,</p> <p>13 salaries, professional consulting,</p> <p>14 occupancy, office supplies, depreciation</p> <p>15 and travel, can those be paid with</p> <p>16 restricted funds?</p> <p>17 A. We don't use -- well, I don't</p> <p>18 use restricted funds to pay the other</p> <p>19 expense categories, only the grants and</p> <p>20 the printing and publications, to release</p> <p>21 the restrictions.</p> <p>22 Q. So all of those expenses from</p> <p>23 those lines are paid with --</p> <p>24 A. With unrestricted.</p> <p>25 Q. Has that always been the case</p>	<p style="text-align: right;">Page 180</p> <p>1 H. Fuchs</p> <p>2 I know specifically what it's been</p> <p>3 used for. But other than that, it's</p> <p>4 the end of the year.</p> <p>5 MR. CURCHACK: Can we please</p> <p>6 mark as next exhibit --</p> <p>7 MR. LILIEN: Sorry, Walter. One</p> <p>8 more question?</p> <p>9 What does the depreciation in</p> <p>10 the context refer to?</p> <p>11 MS. FUCHS: This is the fixed</p> <p>12 asset depreciation and amortization</p> <p>13 expense category line.</p> <p>14 MR. LILIEN: What are the fixed</p> <p>15 assets you are referring to?</p> <p>16 MS. FUCHS: Our office</p> <p>17 equipment, computers, desks, any other</p> <p>18 equipment. Chairs, tables, conference</p> <p>19 room screens.</p> <p>20 BY MR. CURCHACK:</p> <p>21 Q. How is that amount allocated?</p> <p>22 A. In terms of this reporting</p> <p>23 structure?</p> <p>24 Q. Yes.</p> <p>25 A. Usually use the same percentages</p>
<p style="text-align: right;">Page 179</p> <p>1 H. Fuchs</p> <p>2 for WonderWork?</p> <p>3 A. That's correct.</p> <p>4 MR. LILIEN: I have a couple of</p> <p>5 questions.</p> <p>6 MS. FUCHS: Sure.</p> <p>7 MR. LILIEN: If you don't</p> <p>8 determine what is restricted or</p> <p>9 unrestricted until the end of the year</p> <p>10 until the audit process, during the</p> <p>11 course of the year how would you know</p> <p>12 which funds can be spent for</p> <p>13 restricted purposes?</p> <p>14 MR. CURCHACK: Or which funds</p> <p>15 should not be spent for unrestricted</p> <p>16 purposes?</p> <p>17 MS. FUCHS: The funds during the</p> <p>18 course of the year are commingled in</p> <p>19 the bank. I pay everything out of the</p> <p>20 WonderWork bank account, so the only</p> <p>21 time I know how much is remaining is</p> <p>22 when I do the exercise at the end of</p> <p>23 the year or when there is a particular</p> <p>24 restricted account that is set up,</p> <p>25 like the medical records database that</p>	<p style="text-align: right;">Page 181</p> <p>1 H. Fuchs</p> <p>2 as I would for like occupancy and, really,</p> <p>3 salaries. If I see the number of people</p> <p>4 and I know the people are allocated to</p> <p>5 certain programmatic versus support</p> <p>6 services expenses, I take that pretty much</p> <p>7 the same percent and I use it for a lot of</p> <p>8 these allocations.</p> <p>9 MR. LILIEN: Another moment on</p> <p>10 salaries and related expenses. I see</p> <p>11 that you allocated the bulk of it to</p> <p>12 program services?</p> <p>13 MS. FUCHS: Correct.</p> <p>14 MR. LILIEN: How have you made</p> <p>15 the determination to allocate most of</p> <p>16 it to program services?</p> <p>17 MS. FUCHS: What I do is I take</p> <p>18 the salaries for everybody over the</p> <p>19 course of the year and add in the</p> <p>20 benefits and then figure out, based on</p> <p>21 each person, how much time they devote</p> <p>22 to programs or management in general</p> <p>23 or fund raising. So, there are</p> <p>24 certain people that all they do is</p> <p>25 program work, DeLois and Tiffany. So,</p>

<p style="text-align: right;">Page 182</p> <p>1 H. Fuchs</p> <p>2 100 percent of their salary line would</p> <p>3 be programs. Brian, it depends on</p> <p>4 what he's been, I will allocate it</p> <p>5 that way.</p> <p>6 I use that line --</p> <p>7 MR. LILIEN: Well, take Janet,</p> <p>8 for example. How would you allocate</p> <p>9 Janet's salary?</p> <p>10 MS. FUCHS: Well, I would use</p> <p>11 her -- the work she does on direct</p> <p>12 mail, which includes the work that</p> <p>13 Gary Ellis has done in allocating the</p> <p>14 expense line of direct mail, so I</p> <p>15 would use some of that number in her</p> <p>16 allocation, similarly to that.</p> <p>17 BY MR. CURCHACK:</p> <p>18 Q. For clarification, meaning you</p> <p>19 would divide her expense in the same ratio</p> <p>20 as the direct mail expenses?</p> <p>21 A. Pretty much, yes. Then after I</p> <p>22 do all that with everybody's salary, I go</p> <p>23 to the bottom line and figure out what</p> <p>24 totals program, what totals fund raising,</p> <p>25 what totals percentage-wise.</p>	<p style="text-align: right;">Page 184</p> <p>1 H. Fuchs</p> <p>2 help program group? No. I mean,</p> <p>3 there is general information that they</p> <p>4 do for the board meeting on, you know,</p> <p>5 how much...</p> <p>6 MR. LILIEN: What about your</p> <p>7 salary? How is that allocated?</p> <p>8 MS. FUCHS: Pretty much to</p> <p>9 management and general.</p> <p>10 MR. LILIEN: Your salary --</p> <p>11 well, I am looking at that line,</p> <p>12 "Salaries and Related Expenses in 2015</p> <p>13 for fiscal year ended June 30, 2015."</p> <p>14 It is about \$99,000 in management and</p> <p>15 general and your salary, then, I</p> <p>16 recall was roughly \$200,000?</p> <p>17 MS. FUCHS: In that time,</p> <p>18 probably, yes.</p> <p>19 MR. LILIEN: So what would you</p> <p>20 have allocated your salary to other</p> <p>21 than management and general?</p> <p>22 MS. FUCHS: I would put part of</p> <p>23 it in programs depending how much I</p> <p>24 worked with the program group in</p> <p>25 paying the grants and reviewing the</p>
<p style="text-align: right;">Page 183</p> <p>1 H. Fuchs</p> <p>2 MR. LILIEN: Go back to Janet</p> <p>3 just for a moment. Aside from</p> <p>4 including the inserts, the public</p> <p>5 health information inserts into the</p> <p>6 mailings, does Janet perform any other</p> <p>7 educational programs, programmatic</p> <p>8 activities?</p> <p>9 MS. FUCHS: Well, she reads</p> <p>10 everything, makes sure it's correct</p> <p>11 and -- you'd have to ask her what more</p> <p>12 she does.</p> <p>13 MR. LILIEN: I am asking you</p> <p>14 because you have done the allocation.</p> <p>15 MS. FUCHS: That is kind of what</p> <p>16 I do using the direct mail allocation</p> <p>17 because that is what she works on, and</p> <p>18 the database.</p> <p>19 MR. LILIEN: Are you aware if</p> <p>20 Janet does any programmatic activity</p> <p>21 other than including the inserts into</p> <p>22 the fund raising mailings?</p> <p>23 MS. FUCHS: What programmatic</p> <p>24 besides reading the information and</p> <p>25 working on the program charts that</p>	<p style="text-align: right;">Page 185</p> <p>1 H. Fuchs</p> <p>2 documentation on the grants.</p> <p>3 MR. LILIEN: How often would you</p> <p>4 do that?</p> <p>5 MS. FUCHS: We would do that</p> <p>6 pretty much once a month for a couple</p> <p>7 of hours.</p> <p>8 MR. LILIEN: Other than that, is</p> <p>9 there anything else that you worked on</p> <p>10 from a programmatic perspective?</p> <p>11 MS. FUCHS: Keeping track of all</p> <p>12 program expenses and sending out the</p> <p>13 grants and pretty much handling the</p> <p>14 flow of the money to the partners.</p> <p>15 BY MR. CURCHACK:</p> <p>16 Q. You mentioned there is</p> <p>17 information included in some of the</p> <p>18 mailings which is used to support the</p> <p>19 allocation of the printing cost between</p> <p>20 program and other. Is that correct?</p> <p>21 A. Yes.</p> <p>22 Q. What kind of information gets</p> <p>23 included?</p> <p>24 A. I'd have to look at a piece that</p> <p>25 Gary Ellis divided up and see what he did.</p>

<p style="text-align: right;">Page 186</p> <p>1 H. Fuchs</p> <p>2 But I am not that familiar with the direct</p> <p>3 mail pieces.</p> <p>4 Q. Do you know how WonderWork gets</p> <p>5 the information to be included?</p> <p>6 A. That is another marketing piece</p> <p>7 of information. They would be able to</p> <p>8 tell you better. And also program people</p> <p>9 get it from some -- I don't know. Some</p> <p>10 websites and things. But that would be</p> <p>11 more for programs.</p> <p>12 Q. Who is WonderWork trying to</p> <p>13 educate through this public education?</p> <p>14 A. Well, it's for the general</p> <p>15 public.</p> <p>16 Q. The people who are receiving --</p> <p>17 A. Receiving the direct mail piece.</p> <p>18 Q. Does WonderWork ever send out a</p> <p>19 public education campaign that doesn't</p> <p>20 include a reply device?</p> <p>21 A. I don't know. Janet would be</p> <p>22 able to tell you that.</p> <p>23 Q. Does WonderWork send public</p> <p>24 education material to current donors? In</p> <p>25 other words, any renewal piece?</p>	<p style="text-align: right;">Page 188</p> <p>1 H. Fuchs</p> <p>2 with the exact amount of each piece, and</p> <p>3 that is how we get that expense amount.</p> <p>4 MR. CURCHACK: I've asked the</p> <p>5 reporter to mark as Exhibit 17 three</p> <p>6 copies of what... copies of what</p> <p>7 appear to be three mailings. One is</p> <p>8 for 20/20/20 and begins with</p> <p>9 production number 9021 through 9030.</p> <p>10 The second is for Burn Rescue, and</p> <p>11 production numbers begin 9061 and run</p> <p>12 through 9069. The last one is for</p> <p>13 First Step, and begins with production</p> <p>14 number 9070 and runs through 9078.</p> <p>15 (So marked for identification as</p> <p>16 Fuchs Exhibit 17.)</p> <p>17 Q. Looking first at the 20/20/20</p> <p>18 mailing, can you tell me what is the</p> <p>19 public information aspect of this mailing?</p> <p>20 A. I don't go through this. Gary</p> <p>21 Ellis does. So I can't tell you what he</p> <p>22 considers right now to be public</p> <p>23 information. He will go through this and</p> <p>24 outline what he considers to be public</p> <p>25 information and then I will take a look at</p>
<p style="text-align: right;">Page 187</p> <p>1 H. Fuchs</p> <p>2 A. Again, I would defer to Janet</p> <p>3 for that. My guess is yes, but I am not</p> <p>4 sure so I don't want to really guess.</p> <p>5 Q. So when it comes time to do the</p> <p>6 allocations at the end of the year, what</p> <p>7 do you do to confirm the amount that is</p> <p>8 attributable to program as opposed to the</p> <p>9 other categories?</p> <p>10 A. Well, each piece, Janet and Vera</p> <p>11 compile the expense for each of the pieces</p> <p>12 because each piece has its own code, and</p> <p>13 they know exactly how much it cost to</p> <p>14 print, postage, do whatever to each piece.</p> <p>15 So, Gary Ellis would do the actual</p> <p>16 percentage of the piece by the line count</p> <p>17 that he does.</p> <p>18 Going back to the actual direct</p> <p>19 mail piece, so he will count the lines and</p> <p>20 determine what pieces of the piece are</p> <p>21 allocated to either public information,</p> <p>22 management and general, fund raising.</p> <p>23 Then each piece has an associated cost, so</p> <p>24 Janet and Vera will fill in the</p> <p>25 spreadsheet he sends with the percentages</p>	<p style="text-align: right;">Page 189</p> <p>1 H. Fuchs</p> <p>2 it, but I can't tell you right now what I</p> <p>3 consider to be public information.</p> <p>4 MR. LILIEN: To the best of your</p> <p>5 knowledge, what procedures or</p> <p>6 protocols does Gary follow in making</p> <p>7 that determination?</p> <p>8 MS. FUCHS: Well, he has a list</p> <p>9 of what he considers, which he sends</p> <p>10 me when he finishes it. And it is on</p> <p>11 the back of the piece that he has done</p> <p>12 as to what -- and then he outlines the</p> <p>13 document in different colors and says</p> <p>14 what it's for.</p> <p>15 But information about cloudy</p> <p>16 lenses and your vision here on --</p> <p>17 MR. LILIEN: Before you get into</p> <p>18 that, how would you know, after he</p> <p>19 sends it to you, that he's right?</p> <p>20 MS. FUCHS: I just rely on him.</p> <p>21 I don't really know. It's his</p> <p>22 background.</p> <p>23 (So marked for identification as</p> <p>24 Fuchs Exhibit 18.)</p> <p>25 BY MR. CURCHACK:</p>

<p style="text-align: right;">Page 190</p> <p>1 H. Fuchs</p> <p>2 Q. Can you tell us what Exhibit 18</p> <p>3 is?</p> <p>4 A. Do you want me to explain this ?</p> <p>5 Q. Yes, please.</p> <p>6 A. Sure. This would be a package</p> <p>7 of information that -- one of the packets</p> <p>8 that Gary Ellis would send us back after</p> <p>9 we have sent him PDF's of the mailing, the</p> <p>10 direct mail piece. And this is his</p> <p>11 analysis of this particular piece called</p> <p>12 "Priya Hoodie Control." It's the name of</p> <p>13 the package. And the theme, what's</p> <p>14 included.</p> <p>15 And based on this particular</p> <p>16 package, he is saying what he's got in the</p> <p>17 public education content and information</p> <p>18 about blindness and a call to action.</p> <p>19 What he does is he highlights</p> <p>20 the passages that he considers the</p> <p>21 different categories in colored marker.</p> <p>22 So, you are missing the color. It would</p> <p>23 be easier that way.</p> <p>24 Q. The first two pages is a</p> <p>25 separate document than the balance, which</p>	<p style="text-align: right;">Page 192</p> <p>1 H. Fuchs</p> <p>2 that people need to heed, which would be</p> <p>3 about an eye exam, about family eye</p> <p>4 health, eat right, maintain a healthy</p> <p>5 weight, wear protective eyewear, quit</p> <p>6 smoking.</p> <p>7 Q. How are those related to</p> <p>8 providing surgeries for people in</p> <p>9 underdeveloped countries?</p> <p>10 A. Well, this is the informational</p> <p>11 piece about what a person needs to know</p> <p>12 about blindness and not providing the</p> <p>13 surgeries. This is the way, I think, the</p> <p>14 call to action is defined in the public</p> <p>15 information.</p> <p>16 Q. So why is that relevant to</p> <p>17 someone who is being asked to solicit</p> <p>18 money to 20/20/20?</p> <p>19 A. This is educating the public on</p> <p>20 issues with blindness, not just 20/20/20.</p> <p>21 So that is part of the call to action.</p> <p>22 Q. How much is Mr. Ellis paid, if</p> <p>23 you know?</p> <p>24 A. He gets a hundred dollars for</p> <p>25 each piece that he analyzes.</p>
<p style="text-align: right;">Page 191</p> <p>1 H. Fuchs</p> <p>2 appears to be a copy of a mailing that is</p> <p>3 marked.</p> <p>4 A. Right. Gary provides the first</p> <p>5 two pages on the particular direct mail</p> <p>6 piece that he's analyzed. And the two</p> <p>7 pages consist of how he breaks out the</p> <p>8 public education content and the call to</p> <p>9 action.</p> <p>10 Q. If you go to the bottom of the</p> <p>11 first page, where it says "Calls to</p> <p>12 action," the first thing is "Reply</p> <p>13 device." Now, what is the action that is</p> <p>14 being called for there?</p> <p>15 A. Well, what he is saying is</p> <p>16 "Please send me update about 20/20/20 and</p> <p>17 to watch the Two Sisters video on the</p> <p>18 website." That's part of the --</p> <p>19 Q. How is that a call to action?</p> <p>20 A. That, he would have to explain</p> <p>21 to you.</p> <p>22 Q. The --</p> <p>23 A. Excuse me. Another point would</p> <p>24 be the information about the blindness</p> <p>25 insert. These are all calls to action</p>	<p style="text-align: right;">Page 193</p> <p>1 H. Fuchs</p> <p>2 Q. A hundred dollars? Do you know</p> <p>3 how long it takes him to do each one?</p> <p>4 A. I really don't know.</p> <p>5 Q. Do you know how many in a given</p> <p>6 year he does?</p> <p>7 A. For WonderWork?</p> <p>8 Q. Yes.</p> <p>9 A. It depends. I don't have the</p> <p>10 count right now, but it could be -- I</p> <p>11 think -- I can't guess at that.</p> <p>12 MR. LILIEN: What, roughly, what</p> <p>13 do you pay him a year?</p> <p>14 MS. FUCHS: He gets paid usually</p> <p>15 the whole thing at once. So we give</p> <p>16 him all the pieces or all the ones</p> <p>17 that we feel are different -- in one</p> <p>18 case, if a piece is very similar, we</p> <p>19 don't give it to him. If we have</p> <p>20 three pieces that look exactly like</p> <p>21 this with maybe one or two variances,</p> <p>22 we wouldn't give it to him.</p> <p>23 So I am trying to think. I</p> <p>24 don't know. Maybe 50, the last time</p> <p>25 we gave him 50 or more different</p>

<p style="text-align: right;">Page 194</p> <p>1 H. Fuchs</p> <p>2 variations of pieces that we sent out.</p> <p>3 It could be more. I don't know.</p> <p>4 Q. The balance of that exhibit is</p> <p>5 what he marked up. Is that correct? The</p> <p>6 rest of what is in this exhibit --</p> <p>7 A. That is the actual direct mail</p> <p>8 piece that he would highlight, yes.</p> <p>9 That's correct.</p> <p>10 MR. LILIEN: Has Mr. Ellis ever</p> <p>11 commented on the content or made</p> <p>12 suggestions for improving it?</p> <p>13 MS. FUCHS: The content?</p> <p>14 MR. LILIEN: The public</p> <p>15 information piece.</p> <p>16 MS. FUCHS: Not to me he hasn't.</p> <p>17 No.</p> <p>18 Q. Do you know whether Target</p> <p>19 Market Team provided -- sorry. Did their</p> <p>20 allocation in the same way?</p> <p>21 A. They did a word count, not a</p> <p>22 line count. But it was similar in reading</p> <p>23 the information.</p> <p>24 Q. If you go back to the exhibit</p> <p>25 and you look at the print on the</p>	<p style="text-align: right;">Page 196</p> <p>1 H. Fuchs</p> <p>2 A. Correct.</p> <p>3 Q. Where in the letter does it say</p> <p>4 anything about the insert?</p> <p>5 A. I don't think it's in the</p> <p>6 letter, but I don't know. I'd have to</p> <p>7 read the letter. I think it just goes in</p> <p>8 the envelope.</p> <p>9 Q. And does WonderWork -- has</p> <p>10 WonderWork, to your knowledge, ever asked</p> <p>11 a donor to give money to enable it to send</p> <p>12 out materials like the "information about</p> <p>13 blindness" insert?</p> <p>14 A. I wouldn't know that.</p> <p>15 Q. Have you ever seen a WonderWork</p> <p>16 mailing that requested funds to enable it</p> <p>17 to send out information about</p> <p>18 blindness-type brochures?</p> <p>19 A. I haven't seen it.</p> <p>20 Q. Who would be the person who</p> <p>21 would have the most communication with</p> <p>22 Mr. Ellis? Who from WonderWork would have</p> <p>23 the most communication with Mr. Ellis?</p> <p>24 A. Well, Janet and Vera put</p> <p>25 together the mailing packages -- well,</p>
<p style="text-align: right;">Page 195</p> <p>1 H. Fuchs</p> <p>2 information about blindness insert</p> <p>3 compared to the rest of the mailing, it</p> <p>4 would seem there is a pretty heavy</p> <p>5 weighting towards the information about</p> <p>6 blindness.</p> <p>7 A. Yes.</p> <p>8 Q. Would you agree?</p> <p>9 A. Yes, I agree.</p> <p>10 Q. What would be the reason for</p> <p>11 doing that?</p> <p>12 A. Well, it is sentences of the</p> <p>13 maybe that sentence is here. It is not</p> <p>14 really a whole line.</p> <p>15 I thought it was a line count</p> <p>16 that he used.</p> <p>17 Q. But I'm asking, if one were to</p> <p>18 do a word count, where does it appear that</p> <p>19 most of the words appear?</p> <p>20 A. Oh, pretty much in the brochure,</p> <p>21 information about blindness. That's</p> <p>22 actually a little brochure.</p> <p>23 Q. For the record, by the brochure,</p> <p>24 you mean this information about blindness</p> <p>25 insert?</p>	<p style="text-align: right;">Page 197</p> <p>1 H. Fuchs</p> <p>2 they are together already, but they would</p> <p>3 send him the PDF's of all the mailings,</p> <p>4 and he contacts me with the information</p> <p>5 when he does the review.</p> <p>6 Q. Okay.</p> <p>7 A. Initially I would contact him</p> <p>8 regarding, "We need the review done."</p> <p>9 Q. Did you ever have any</p> <p>10 discussions with any member of the board</p> <p>11 about the joint cost allocation?</p> <p>12 A. Not that I recall.</p> <p>13 (So marked for identification as</p> <p>14 Fuchs Exhibit 19.)</p> <p>15 Q. I have asked the reporter to</p> <p>16 mark as Exhibit 19 an email thread. The</p> <p>17 top one is from Hana Fuchs to Greg Lam</p> <p>18 dated February 2, 2015.</p> <p>19 Could you tell us who Greg Lam</p> <p>20 is?</p> <p>21 A. [REDACTED]</p> <p>22 [REDACTED]</p>

<p style="text-align: right;">Page 198</p> <p>1 [REDACTED]  2 [REDACTED]  3 [REDACTED]  4 [REDACTED]  5 [REDACTED]  6 [REDACTED]  7 [REDACTED]  8 [REDACTED]  9 [REDACTED]  10 [REDACTED]  11 [REDACTED]  12 [REDACTED]  13 [REDACTED]  14 [REDACTED]  15 [REDACTED]  16 [REDACTED]  17 [REDACTED]  18 [REDACTED]  19 [REDACTED]  20 [REDACTED]  21 [REDACTED]  22 [REDACTED]  23 [REDACTED]  24 [REDACTED]  25 [REDACTED]</p>	<p style="text-align: right;">Page 200</p> <p>1 H. Fuchs  2 that while in the financial statement  3 salaries are attributed to different  4 elements, including programs and other,  5 that nevertheless they would not be paid  6 from restricted funds. Is that correct?  7 A. That's correct.  8 MR. LILIEN: Has that always  9 been the case?  10 MS. FUCHS: Yes.  11 Q. So, would it be correct to  12 assume, then, that even though certain  13 legal expenses were attributed to program  14 for purposes of the financial statement  15 presentation, that those fees, those legal  16 fees would not be paid with restricted  17 funds?  18 A. They were not paid with  19 restricted funds. Yes, that's correct.  20 Q. When did WonderWork start  21 including language that said "100 percent  22 of your donation will go toward surgeries"  23 or something like that?  24 A. You'd have to ask Janet for  25 that. I think it was for FY '17, but I am</p>
<p style="text-align: right;">Page 199</p> <p>1 [REDACTED]  2 [REDACTED]  3 [REDACTED]  4 [REDACTED]  5 [REDACTED]  6 [REDACTED]  7 [REDACTED]  8 [REDACTED]  9 [REDACTED]  10 [REDACTED]  11 [REDACTED]  12 [REDACTED]  13 [REDACTED]  14 [REDACTED]  15 [REDACTED]  16 [REDACTED]  17 [REDACTED]  18 [REDACTED]  19 [REDACTED]  20 [REDACTED]  21 [REDACTED]  22 [REDACTED]  23 [REDACTED]  24 [REDACTED]  25 [REDACTED]</p>	<p style="text-align: right;">Page 201</p> <p>1 H. Fuchs  2 not entirely correct -- I mean, I am not  3 sure. Janet does the direct mail so she  4 would be able to tell you that. ((It's  5 "information about blindness" insert).  6 (So marked for identification as  7 Fuchs Exhibit 20.)  8 Q. The next exhibit consists of  9 three separate solicitations or draft  10 solicitations. The first one is  11 production number WON 06087 through 06092.  12 The second is a one-page -- it looks like  13 a form letter, WON 06164. The last one is  14 a letter dated November 2, 2016, with  15 production number WON 06120 through 06122.  16 Do you recall seeing these?  17 A. I don't really receive these to  18 review, but these are FY '17  19 solicitations. But I --  20 Q. Okay. Turn to page 06088. In  21 the middle of the page is a paragraph that  22 begins, "We are very proud that our  23 overhead and admin expenses are extremely  24 low. Even better, one of our founding  25 donors pays for all of our non-program</p>

51 (Pages 198 to 201)



<p style="text-align: right;">Page 202</p> <p>1 H. Fuchs</p> <p>2 expenses so that 100 percent of all</p> <p>3 donations, including yours, can go towards</p> <p>4 programs."</p> <p>5 Now let's turn to production</p> <p>6 number 06164. There is a paragraph that</p> <p>7 begins, "I want you to know." Do you see</p> <p>8 that?</p> <p>9 A. Yes, I see it.</p> <p>10 Q. I will read that sentence. "I</p> <p>11 want you to know also that we will use</p> <p>12 100 percent of your donation for our free</p> <p>13 surgery programs." Okay?</p> <p>14 Then go to 06120. At the bottom</p> <p>15 of the page, there is a statement that</p> <p>16 says, "100 percent of all donations goes</p> <p>17 towards our free surgery programs. A</p> <p>18 founding donor pays all admin and</p> <p>19 fund-raising expenses."</p> <p>20 Now, although similar, those are</p> <p>21 three different statements?</p> <p>22 A. That's correct.</p> <p>23 Q. Could you explain why -- could</p> <p>24 you explain what the differences mean?</p> <p>25 A. I think you are going to have</p>	<p style="text-align: right;">Page 204</p> <p>1 H. Fuchs</p> <p>2 have surgical programs?</p> <p>3 A. No, but we started a new account</p> <p>4 for the WonderWork surgical program</p> <p>5 restriction, and that would be -- that</p> <p>6 would be how it would be restricted. And</p> <p>7 this would be FY '17.</p> <p>8 Q. What was the basis for the</p> <p>9 hundred percent claim?</p> <p>10 A. Again, you'd have to ask Brian</p> <p>11 about that.</p> <p>12 Q. What did you understand the</p> <p>13 hundred percent language to mean?</p> <p>14 A. That we would restrict</p> <p>15 100 percent of the donation to our</p> <p>16 surgical programs.</p> <p>17 Q. So, would surgical programs</p> <p>18 include providing public information about</p> <p>19 how to avoid going blind?</p> <p>20 A. That would be part of it.</p> <p>21 Q. And what is the connection</p> <p>22 between surgical programs and general</p> <p>23 health information?</p> <p>24 A. General health information about</p> <p>25 blindness?</p>
<p style="text-align: right;">Page 203</p> <p>1 H. Fuchs</p> <p>2 Brian to explain that. He is the one who</p> <p>3 wrote it.</p> <p>4 Q. Okay.</p> <p>5 A. I can't answer that.</p> <p>6 Q. Well, let's pretend or let's</p> <p>7 assume that a donation came in in response</p> <p>8 to each of these three mailings. Now, the</p> <p>9 first one is a WonderWork mailing. The</p> <p>10 second one, I can't tell, but it doesn't</p> <p>11 identify itself as one of the d/b/a's.</p> <p>12 A. No.</p> <p>13 Q. And the third one is a</p> <p>14 WonderWork mailing as well.</p> <p>15 A. Yes.</p> <p>16 Q. While these all say different</p> <p>17 things as to where the donation -- I will</p> <p>18 rephrase that.</p> <p>19 How would you treat funds that</p> <p>20 came in in response to each of these three</p> <p>21 mailings?</p> <p>22 A. Based on the hundred percent,</p> <p>23 this would be restricted to WonderWork's</p> <p>24 surgical programs.</p> <p>25 Q. WonderWork, I thought, doesn't</p>	<p style="text-align: right;">Page 205</p> <p>1 H. Fuchs</p> <p>2 Q. Yes.</p> <p>3 A. What is the difference?</p> <p>4 Q. What is the relationship?</p> <p>5 A. They are both part of the public</p> <p>6 information.</p> <p>7 MR. LILIEN: Hana, if a donor or</p> <p>8 prospective donor would receive a</p> <p>9 document that says "give to our</p> <p>10 programs," which means surgical</p> <p>11 programs, 100 percent goes to surgical</p> <p>12 programs, I just want to understand</p> <p>13 why you would think a donor would</p> <p>14 believe that their donations go to pay</p> <p>15 for cost of a public information</p> <p>16 campaign.</p> <p>17 MS. FUCHS: I don't -- I mean, I</p> <p>18 don't know what a donor believes, but</p> <p>19 I know, accounting-wise, you are</p> <p>20 allowed to do this. So it is kind</p> <p>21 of -- what I do is the financial</p> <p>22 piece, but the marketing people do the</p> <p>23 rest of it. So, it is more of what</p> <p>24 they -- what their intentions are.</p> <p>25 But according to the accounting</p>

<p style="text-align: right;">Page 206</p> <p>1 H. Fuchs</p> <p>2 regulations, one is allowed to</p> <p>3 allocate part of the direct mail</p> <p>4 expenses to programs.</p> <p>5 MR. LILIEN: Is there anything</p> <p>6 in the documents you have in front of</p> <p>7 you -- start with the letter 6087 to</p> <p>8 6088 -- that would suggest that money</p> <p>9 raised would go to pay for costs of</p> <p>10 mailings of information.</p> <p>11 MS. FUCHS: I don't see anything</p> <p>12 here, but that doesn't mean it wasn't</p> <p>13 included in the actual mail piece they</p> <p>14 received. The envelope could have</p> <p>15 been the brochure, which is usually</p> <p>16 the case. This letter doesn't say</p> <p>17 that.</p> <p>18 MR. LILIEN: Just to be clear</p> <p>19 here, your understanding and your</p> <p>20 belief is that the phrase "surgical</p> <p>21 programs" also means information that</p> <p>22 is included in mailings to donors?</p> <p>23 MS. FUCHS: The public</p> <p>24 information piece. Correct.</p> <p>25 MR. LILIEN: And you believe</p>	<p style="text-align: right;">Page 208</p> <p>1 H. Fuchs</p> <p>2 people. "Go for a mammogram." I know</p> <p>3 that is part of what I am paying for when</p> <p>4 I give money to them. You know, it is</p> <p>5 kind of -- yeah, I do know that. Just</p> <p>6 because I know that.</p> <p>7 MR. LILIEN: Let me have you put</p> <p>8 your chief financial officer hat on</p> <p>9 for a moment. As fiduciary of a</p> <p>10 charity that has restricted funds,</p> <p>11 would your answer be any different?</p> <p>12 MS. FUCHS: Well, also, I mean,</p> <p>13 I rely on the expertise of our</p> <p>14 accounting professionals and our</p> <p>15 auditors from KPMG and now from BDO to</p> <p>16 either tell me this is incorrect and</p> <p>17 change it or to agree with it.</p> <p>18 So, if they agree with the</p> <p>19 presentation..</p> <p>20 MR. LILIEN: I think it is very</p> <p>21 important for us, and I think we will</p> <p>22 be breaking soon, but I just ask you</p> <p>23 again.</p> <p>24 MS. FUCHS: Sure.</p> <p>25 MR. LILIEN: Just to make sure</p>
<p style="text-align: right;">Page 207</p> <p>1 H. Fuchs</p> <p>2 that to be a surgical program?</p> <p>3 Earlier you had mentioned surgical</p> <p>4 programs were surgeries, equipment and</p> <p>5 some quality assurance.</p> <p>6 MS. FUCHS: Part of the</p> <p>7 allocation. I mean, it is part of the</p> <p>8 functional expense breakdown of the</p> <p>9 finances. So, to me it is part of it</p> <p>10 also.</p> <p>11 Q. But if you were a donor and</p> <p>12 received a solicitation from 20/20/20,</p> <p>13 would you have any reason to believe that</p> <p>14 your funds, your donation, would go to pay</p> <p>15 for an insert like the one that we just</p> <p>16 looked at?</p> <p>17 A. I mean, I know it would, so I</p> <p>18 can't answer that question. Since I do</p> <p>19 the finances, I know when I get</p> <p>20 information from every charity in the</p> <p>21 world basically in my mailbox, I know</p> <p>22 every piece of paper that they put in</p> <p>23 there, which has a map of where they have</p> <p>24 hospitals or how many surgeries they do.</p> <p>25 For example, the breast cancer</p>	<p style="text-align: right;">Page 209</p> <p>1 H. Fuchs</p> <p>2 we are clear on this, your decision as</p> <p>3 CFO to use restricted funds for</p> <p>4 purposes other than grants to</p> <p>5 hospitals, equipment, quality</p> <p>6 assurance reviews, is based on</p> <p>7 accounting rules as to when you can</p> <p>8 allocate costs across programs, not</p> <p>9 based on what the solicitation</p> <p>10 materials themselves may say?</p> <p>11 MS. FUCHS: Well, backing up a</p> <p>12 little, though, the allocation rules</p> <p>13 are based on what the solicitation</p> <p>14 materials say.</p> <p>15 MR. LILIEN: Let me be more</p> <p>16 specific. I mean in terms of what the</p> <p>17 materials say about use.</p> <p>18 MS. FUCHS: Well, I would rely</p> <p>19 on KP -- rely on our auditors to</p> <p>20 determine whether it is acceptable or</p> <p>21 not. And if they reviewed what Gary</p> <p>22 Ellis did and said to me, "This is</p> <p>23 incorrect," then I would change it.</p> <p>24 But they have all reviewed the work</p> <p>25 that all of the people did, whether it</p>

<p style="text-align: right;">Page 210</p> <p>1 H. Fuchs</p> <p>2 is Gary Ellis or Target Market, and</p> <p>3 they have agreed with the</p> <p>4 presentation. So, I agreed with that.</p> <p>5 Q. Did you ever --</p> <p>6 MR. CURCHACK: I think we should</p> <p>7 break now. Thank you. We will see</p> <p>8 everybody back here at 11.</p> <p>9 (TIME NOTED: 6:38 p.m.)</p> <p>10</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 212</p> <p>1</p> <p>2</p> <p>3 CERTIFICATION</p> <p>4</p> <p>5 I, DEBRA STEVENS, a Notary Public for</p> <p>6 and within the State of New York, do</p> <p>7 hereby certify:</p> <p>8 That the witness whose testimony as</p> <p>9 herein set forth, was duly sworn by me;</p> <p>10 and that the within transcript is a true</p> <p>11 record of the testimony given by said</p> <p>12 witness.</p> <p>13 I further certify that I am not</p> <p>14 related to any of the parties to this</p> <p>15 action by blood or marriage, and that I am</p> <p>16 in no way interested in the outcome of</p> <p>17 this matter.</p> <p>18 IN WITNESS WHEREOF, I have hereunto</p> <p>19 set my hand this 23rd day of August, 2017.</p> <p>20</p> <p>21</p> <p>22 DEBRA STEVENS, RPR-CRR</p> <p>23</p> <p>24 * * *</p> <p>25</p>
<p style="text-align: right;">Page 211</p> <p>1</p> <p>2 ACKNOWLEDGMENT</p> <p>3</p> <p>4 STATE OF NEW YORK )</p> <p>5 :ss</p> <p>6 COUNTY OF NEW YORK )</p> <p>7</p> <p>8 I, HANA FUCHS, hereby certify that</p> <p>9 I have read the transcript of my</p> <p>10 testimony taken under oath in my</p> <p>11 deposition on August 14, 2017,</p> <p>12 that the transcript is a true, complete</p> <p>13 And correct record of my testimony, and</p> <p>14 that the answers on the record as given by</p> <p>15 me are true and correct.</p> <p>16</p> <p>17</p> <p>18 HANA FUCHS</p> <p>19 Signed and subscribed to before me</p> <p>20 This ____ day of _____, 2017.</p> <p>21</p> <p>22 Notary Public, State of New York</p> <p>23</p> <p>24</p> <p>25</p>	<p style="text-align: right;">Page 213</p> <p>1</p> <p>2 *** ERRATA SHEET ***</p> <p>3 TRANSPERFECT DEPOSITION SERVICES</p> <p>4 216 E. 45th Street, Suite #903</p> <p>5 NEW YORK, NEW YORK 10017</p> <p>6 (212) 400-8845</p> <p>7 CASE: In Re Wonderwork, Inc.</p> <p>8 DATE: August 14, 2017</p> <p>9 WITNESS: Hana Fuchs REF: Job #19383</p> <p>10 PAGE LINE FROM TO</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23 HANA FUCHS</p> <p>24</p> <p>25 Subscribed and sworn to before me</p> <p>this ____ day of _____, 20__.</p> <p>Notary Public</p>

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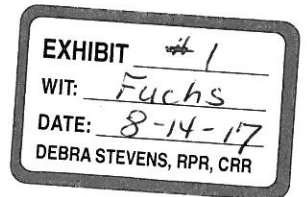
<b>watch</b> 191:17 <b>watched</b> 128:7 <b>water</b> 33:9 122:23 123:5,18 <b>way</b> 17:22 18:4 40:24 43:12 49:18 56:9 83:20 84:5 84:20 119:3 124:7 143:7 160:5 161:3 177:7,8 182:5 190:23 192:13 194:20 212:16 <b>ways</b> 31:2 <b>wchurchack@loe...</b> 3:7 <b>wear</b> 192:5 <b>wearing</b> 14:3 <b>web</b> 174:12 <b>website</b> 171:6,6,10 171:19,22 174:18 191:18 <b>websites</b> 186:10 <b>week</b> 34:4 58:10 118:24 <b>weeks</b> 58:10 <b>weight</b> 192:5 <b>weighting</b> 195:5 <b>went</b> 10:7 11:4,15 36:6 49:16 50:15 95:18 97:18 112:10,11,18 122:24,25 126:9 127:4,15 129:21 141:5 147:24 164:20 169:12 <b>weren't</b> 36:11 48:24 61:24 85:9 92:5 109:22 113:19 114:23 115:2,4 116:2,12 117:6,9,13,13 123:17 141:24,24 171:15 <b>we'll</b> 8:2,9 10:3 23:17 149:18 <b>wheel</b> 30:22 <b>WHEREOF</b>	212:18 <b>wife</b> 80:24 <b>withdrawn</b> 102:8 <b>witness</b> 4:3 212:8 212:12,18 213:6 <b>WON</b> 4:9 37:13 201:11,13,15 <b>wonder</b> 29:23 <b>WonderWork</b> 1:6 3:13 4:12,23 5:9 6:8 24:22 26:4 28:2 29:4 30:4,16 30:18 31:9 32:3 33:17 41:7 42:6 44:5,10,18,19 45:13,17 48:2,22 49:3,23,25 50:8,8 50:14,18,21 51:5 51:8,21 52:6,13 52:14 54:25 55:20 55:21,22 56:4,14 56:20,23 57:2 58:23 60:3,17 61:14 64:2,22 70:20 74:2 76:4 79:17 80:15,25 81:7 87:3,5 92:16 100:3 102:7,9 107:24 108:25 119:10 122:10,16 122:18,19,25 123:3 124:12,14 125:4,15,21 126:8 126:9,22 127:11 128:20,21,22 129:19 130:11,19 131:3,7,18 132:3 132:14 133:8 134:19 136:9,17 136:20 137:23 139:22,24 140:2,4 141:13 144:6 154:12 163:16 164:18 165:2,4,11 165:14 167:22 170:7,11 171:10 171:13,15,17	172:7 173:11,24 174:12,17 176:11 179:2,20 186:4,12 186:18,23 193:7 196:9,10,15,22 200:20 203:9,14 203:25 204:4 213:5 <b>WonderWorks</b> 112:4 <b>WonderWork's</b> 50:24 81:25 203:23 <b>WonderWork-re...</b> 51:6 <b>WonderWork/S...</b> 32:4 <b>WON-EX</b> 4:21 70:25 92:17 97:3 <b>word</b> 29:14 90:13 104:5 168:19 194:21 195:18 <b>words</b> 49:13 84:13 148:2 186:25 195:19 <b>work</b> 24:19 29:23 30:12 34:4,19 60:14 84:23 87:9 88:6,7,12 115:2 115:24 117:12 133:11 158:7 162:2 169:23 172:2 181:25 182:11,12 209:24 <b>worked</b> 10:20,23 12:22 32:10,25 89:5,6 115:6 161:19 172:21 184:24 185:9 <b>working</b> 16:22 26:21 27:20 28:12 28:23 32:6,15 34:2 36:4,23 37:6 41:7,15 46:24 49:5 55:11 59:5 82:18 114:20 183:25	<b>works</b> 47:22 146:18 177:9 183:17 <b>Workshop</b> 11:16 11:17,22 12:12,23 13:6 14:18 <b>world</b> 11:10 163:19 163:23 207:21 <b>wouldn't</b> 168:15 193:22 196:14 <b>write</b> 47:19 124:9 162:15 <b>writes</b> 162:6,17 <b>write-ups</b> 47:13,17 <b>writing</b> 42:9,12 47:20 62:10 <b>written</b> 62:12 162:20 163:2 199:22 <b>wrong</b> 95:19 98:19 165:6,13 166:3 170:13 176:2 <b>wrongful</b> 25:18 <b>wrote</b> 154:13 172:13 203:3 <b>WW</b> 199:14,21 <b>W-A-N-G</b> 21:14,15 <b>W-2</b> 18:18 19:4,5 <b>W-2's</b> 19:20,21 20:16 <hr/> <b>X</b> <hr/> <b>X</b> 4:2,6 5:2 42:17 <hr/> <b>Y</b> <hr/> <b>yeah</b> 25:2 145:7 208:5 <b>year</b> 4:15,16,18,19 14:23 18:23,23 19:2,10,16,17,22 35:14,14 36:7,22 36:24 37:2,4,5,6 38:22 39:3,6,16 39:21 40:19,22 41:2,19 51:25 52:3 65:17 68:22 68:23 69:3 70:24 72:2,4,11,25 73:3	76:16 77:10 86:15 86:17,20 97:22 98:6 99:7,12,21 99:22 102:14 106:16,25 108:24 110:13 121:8 133:2 137:7,16,18 139:2 143:11,12 144:23 150:9 153:22 159:21 160:5 179:9,11,18 179:23 180:4 181:19 184:13 187:6 193:6,13 <b>years</b> 10:22,24 11:5 11:18 14:13 15:15 26:20 33:23 41:7 42:14,18 65:2 68:17 70:19 95:8 95:8 106:11,13 <b>year's</b> 72:8 <b>year-end</b> 33:13 <b>York</b> 1:3,12,12 2:4 2:4,9 3:5,5,14,14 8:15 57:24,24 58:6,19 59:4 64:12 65:4 66:12 66:19 68:16 211:3 211:4,22 212:6 213:3,3 <b>Young</b> 20:2 <hr/> <b>Z</b> <hr/> <b>zero</b> 152:24 <hr/> <b>\$</b> <hr/> <b>\$1</b> 143:8 <b>\$1,159,203</b> 73:2 <b>\$10,000</b> 84:3,15 <b>\$100</b> 85:12 <b>\$130,000</b> 149:24 <b>\$160,000</b> 37:21 <b>\$166,000</b> 31:12 <b>\$173,333.40</b> 38:15 <b>\$2.634</b> 151:9 <b>\$200,000</b> 184:16 <b>\$227,500</b> 77:9 78:24 79:8
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<b>400,000</b> 121:16	176:19			
<b>400-8845</b> 213:4	<b>8:51</b> 198:4			
<b>45th</b> 213:3	<b>80</b> 159:12,20			
<b>46</b> 4:11	160:13 161:20,22			
<b>47</b> 10:22	<b>87-2</b> 199:7			
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<b>50</b> 54:17 193:24,25	<b>9069</b> 188:12			
<b>5000</b> 151:5	<b>9070</b> 188:14			
<b>501(c)(3)</b> 125:4	<b>9078</b> 188:14			
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<b>6087</b> 206:7				
<b>6088</b> 206:8				
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<b>78th</b> 8:14				
<b>8</b>				
<b>8</b> 4:19 68:15 69:11				

FUCHS  
EXHIBIT 1

**From:** Brian Mullaney [brian@surgery4thepoor.org]  
**Sent:** Sunday, December 18, 2011 1:44 PM  
**To:** Karen Lazarus; Hana Fuchs; DeLois Greenwood  
**Subject:** good news bad news



Hi,

Good news is [REDACTED] just agreed to let us use his \$5 million as a matching grant. Thank God.

Bad news is [REDACTED] has reduced his grant from \$5 million to \$1 million IF we can resolve my lawsuit and Hana's lawsuit with Wang. ( I am confident we can accommodate them.)

He did say that he will consider future funding which leads me to believe that if we can stay away from fighting with Wang and are successful, we will end up with the entire \$5 million he originally agreed to give us. He has made it clear he doesn't want to be part of any lawsuits or controversy and he and his lawyers will be watching us closely over the next year.

Now is not the time to be in court with Wang for any of us. We all have legitimate claims against him and smile train but fighting with him now will only undermine our efforts with Surgery For The Poor and tarnish all of our reputations.

Over the past year, because of conflict and turmoil with Charles Wang, Surgery For The Poor has lost...

- \$5,000,000 grant from [REDACTED]
- \$5,000,000 grant from [REDACTED]
- \$5,000,000 grant from [REDACTED]
- \$4,000,000 from [REDACTED] and his offer to join our board and possibly be Chairman.
- Any chance of ever receiving support from [REDACTED]
- Maybe \$1 million from [REDACTED], no word from them.

If we do not resolve these two lawsuits we will lose the \$1 million grant [REDACTED] has promised to give us immediately, as well as any chance of future support and of course, having [REDACTED] involved with us.

Look how much we have lost - \$19 million - because of Wang and that's BEFORE even going to court with him. A trial with Hana and or me would send all of our supporters running for the hills and all of our money would evaporate along with our reputations. Is any of this worth a lawsuit that at best will result in an award of a few hundred thousand dollars? Even a successful lawsuit will not lead to a 5 year payout as it is way too much, at most any of us would get 1 to 1.5 years of severance which is peanuts compared to what we will lose.

A lawsuit right now would be playing right into his hands – this is exactly what Wang wants, the chance to smear and slander us as we destroy ourselves. If he had any idea how much money he has cost us he would be thrilled. I know it is very frustrating to wait. And all of us would like to see wang go to jail. But we have to be smart about this and we have to put our own personal interests aside for the moment and consider our collective good. Like Franklin said during the revolutionary war, we must hang together or we will hang separately.

As you know, I have put my own interests on hold to build this new charity and so did all of you when you refused to sign the original severance deals 10 months ago. I had a handshake deal back in May and asked them to include all three of you. Back in february my lawyer said he could get me a lot of money if I agreed to support the merger instead of fighting it. The new deal they want me to sign is very bad compared to my current deal and I literally am forgoing more than half a million dollars that they promised me. I agreed to do that so that you three would get the severance deals you deserve. And even though my lawyer says I have a good chance if I appeal my lawsuit with Wang, I am folding my tent to appease [REDACTED] and sending Wang \$650,000 next week.

I am confident that we will all be able to settle with the regime that follows Wang whenever that is! One way or another, I do not envision him running smile train for another year. Smits has told me several times that Wang has said he doesn't want to run Smile Train.

If for some reason, Wang does continue to run Smile Train, any and all of us could sue him and Smile Train in six – 12 months

WW\_EMAILS0246343

if we wish once Surgery For The Poor is more established and we have donors, start-up capital, and of course some success with blindness. Smits advised me to sue smile train in federal court which he says refers just about everything to mediation, he said I would win quickly and easily. We can sue him when we are in a position to weather the storm.

Right now, we have much more to lose than Wang does.

As a small token of appreciation for all of you not signing those wicked severance agreements and joining surgery for the poor I am going to give all of you a \$15,000 year end bonus once we receive the [REDACTED] grant in January to help you with your legal fees.

This money is NOT coming from donations or donors but from our services contract with Ueltschi.

Please let me know what you think.

Thanks,

Brian

Brian Mullaney  
Co-Founder  
Surgery For The Poor  
420 Fifth Avenue, 27th Floor  
New York, New York 10018  
email [brian@surgery4thepoor.org](mailto:brian@surgery4thepoor.org)  
tel 646-558-3768  
cell 917-902-7550  
[www.surgery4thepoor.org](http://www.surgery4thepoor.org)



TIME magazine named Surgery For The Poor one of "10 Ideas That Can Change The World"

FUCHS  
EXHIBIT 2

REDACTED



FUCHS  
EXHIBIT 3

**Donations Process Overview**

*What follows is a summary prepared by WonderWork with counsel. In general, this summary describes WonderWork's current practices. As with any business, WonderWork has updated and improved upon its processes over time. We have flagged the most significant updates below.*

**I. Fundraising Methods**

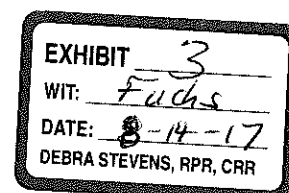
- a. Direct Mail Appeals (Campaigns). Note that nearly all of WonderWork's donations are raised through direct mail.
  - i. Acquisition (to acquire new donors)
    - 1. The last acquisition appeals under the "FirstStep" and "BurnRescue" "brands" were sent in December 2014.
    - 2. The last acquisition appeals under the "20/20/20" brand were sent in May 2016.
    - 3. WonderWork sends a small number of acquisition mailings to foundations under the "WonderWork" brand.
    - 4. WonderWork selects lists of prospective donors to receive acquisition appeals based on WonderWork's list broker's recommendations.
  - ii. Renewal
    - 1. WonderWork sends renewal appeals to donors who have given to the brands of WonderWork, 20/20/20, BurnRescue and FirstStep.
    - 2. WonderWork selects the list of donors to receive renewal appeals based on a variety of criteria.
- b. Other Methods. A small number of donors make donations in connection with face-to-face meetings, awareness videos, speeches, media coverage and other similar channels.

**II. Donation Methods**

- a. Mail
  - i. WonderWork Donations  
Most donors mail their donations directly to WonderWork's office. WonderWork batches and ships them to Direct Mail Processors (DMP), its caging company, once or twice a week for DMP to deposit checks, charge credit cards and, within two days of deposit or charge, key donor information and donation amount into our donor database. WonderWork keeps a tracking sheet with the number of mail pieces in each shipment it sends to DMP. Donors send a small number of WonderWork donations to a P.O. Box in Washington D.C. which are processed by DMP.
  - ii. 20/20/20, BurnRescue, FirstStep Donations  
Donors mail these donations to P.O. Boxes in Washington D.C., which DMP collects and processes on a daily basis. DMP keys or scans in donor information and donation amount, and uploads this information into the donor database within two days of deposit.

DMP forwards the following items to WonderWork for quality assurance checks: on a daily basis, scanned images of \$500+ donations; and once per week, hard copies of \$500+ donations and any comment mail or special requests (regardless of amount). A WonderWork employee reviews the scans (daily) and hard copies (weekly) to ensure that DMP entered the donation correctly in the donor database and assigned appropriate flags to the record.

- b. Online
  - i. Donations can be made by credit card at 20x20x20.org, 1stStep.org, BurnRescue.org, or WonderWork.org.



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- ii. Paypal is our credit card processor and they automatically process online donations.
- iii. Once a week, WonderWork's CFO downloads data regarding web donations from WordPress, the online platform for our websites. The CFO then emails this information in a spreadsheet to Data Management Inc. ("DMI")<sup>1</sup>; DMI uploads this information into the donor database via an automated process. A WonderWork staff member quality checks this automated process to ensure all donations are uploaded with the correct amounts and no duplicate records are created.
- c. Phone: Donations can be made over the phone. A staff member fills out the appropriate WonderWork internal donation form (20/20/20, FirstStep, BurnRescue, or WonderWork), and charges the card to the appropriate PayPal account.
- d. Other payment methods: donors also donate by wire transfer and ACH, and donate stock.

### **III. Linking a Donation to an Appeal**

#### **a. Donations Sent With a Reply Device**

Except as described below, WonderWork includes a "reply device" with each appeal to a donor. The reply device includes the donor's name, address and suggested amounts which the donor may choose from. Before printing the reply device, a unique "key code" (also known as a "transaction code" or "source code") is assigned to each appeal and printed on the reply device. For existing donors, this key code is also uploaded to their record. A guide to reading WonderWork's key codes has been provided separately.

When a donor returns the reply device with his/her donation, DMP keys (or scans) the key codes on the reply device and uploads this into our donor database. Using the key code, WonderWork's donor database matches the donation to the relevant appeal.

For DBA appeals, WonderWork has been inserting reply devices with key codes into appeal mailers since inception; for WonderWork appeals, this practice began around July 2016.

#### **b. Donations Sent Without a Reply Device**

Online donations are all initially assigned a web "white mail" key code as a placeholder in the donor database.<sup>2</sup> In the case of donations made by phone, a staff member keys the donation into the donor database, determines from the database the most recent mailing the donor received and assigns the donation to that mailing; if there is no record of sending the donor any mail, the staff member assigns the donation a "white mail" code as a placeholder. In the case of donations received by mail without a reply device, DMP assigns a "white mail" code as a placeholder. WonderWork estimates that less than 2% of total donations are assigned this "white mail" code.

In order to match donations with white mail codes to appeals, WonderWork has set up its database to use an automated "matchback" process based on donor name and address. If the name and address of

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<sup>1</sup> As of the end of October 2016, DMI is the company that provides WonderWork with its CRM solution (the donor database), analytics and reporting. Prior to that, WonderWork's database vendor was International Data Management Inc.

<sup>2</sup> WonderWork generally uses the phrase "white mail" either (1) as a placeholder until we are able to match a donation to an appeal or (2) to mean that WonderWork cannot match a donation back to an appeal. Even if WonderWork assigns a white mail key code, if the donor specifies a restriction, it is allocated accordingly with the appropriate restricted Fund Code.

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the white mail donor matches an existing donor or a donor to whom WonderWork recently sent an appeal, the white mail key code is replaced with the key code of the most recent appeal on that donor's record. If no match is found, the donation retains the white mail key code.

Note that the automated matchback process will only "matchback" a donation to a cause to an appeal for that cause. This also means that donors to 20/20/20, FirstStep or BurnRescue who make a donation to WonderWork through their donor advised fund or foundation (because they prefer to make their check out to the name of the legal entity with 501(c)(3) status) will not be picked up by the automated matchback process; they will be coded as white mail but will be assigned a fund code restriction to the appropriate surgery program.

WonderWork also receives donations from large donors with whom the organization or Brian Mullaney has a relationship, or from friends and family members of the organization. In general, WonderWork assigns these donations a key code character to indicate that WonderWork made personalized appeals, presentations, or formal or informal pitches to this donor (the donor may have also received certain appeals or marketing materials). If these donations are restricted they will also be assigned a fund code restriction to the appropriate surgery program.

In some cases, if it is clear to a staff member that a donor was responding to an appeal other than the most recent appeal on that donor's record in the database (for example, if a donor includes the cover page of a different appeal in the envelope with his or her donation), the staff member will "override" the automated matchback process and enter the key code for the appropriate appeal.

### **IV. Coding Restricted Funds in Donor Database**

Donations are restricted to the program(s) indicated in the first position of the donation's key code.

"N" means restricted to blindness programs.

"C" means restricted to clubfoot programs.

"B" means restricted to burns programs.

"X" means restricted to WonderWork's programs.

Donations to WonderWork are further designated with a "Fund Code" (which is not part of the key code) in the donor record as follows:

<b>Charity</b>	<b>1st Digit of Key Code</b>	<b>Fund Code</b>	<b>Surgery Program</b>
20/20/20	N	N	Blindness
First Step	C	C	Clubfoot
BurnRescue	B	B	Burns
WonderWork	X	W	Surgery Programs
WonderWork	X	N	Blindness
WonderWork	X	B	Burns
WonderWork	X	C	Clubfoot
WonderWork	X	X	assigned by system default
WonderWork	X	U	Unrestricted (e.g. for operating expenses)

Fund codes are automatically assigned to all new donations added into the database. For donations to WonderWork, please note:

- the database default is to assign an "X" fund code.

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- If a donation is restricted, a WonderWork employee will then reassign the fund code as N, B, C or W, as appropriate. WonderWork began using the W fund code to signify donations that were restricted to surgery programs (as opposed to specific types of surgeries) around December 2016. Prior to that, starting around the end of 2013, WonderWork utilized "RS" in key codes for donations that were restricted to surgeries. WonderWork would communicate to its database vendor that all donors receiving a particular appeal should get "RS" in their key code. The last appeal utilizing the RS characters in the key code was sent around November of 2016.
- If the donation is unrestricted, in the past it would retain the "X" fund code; WonderWork has created but not yet implemented a new "U" fund code for staff to assign to these donations.

### **V. Fund Accounting and Reconciliation**

#### **a. Bank Accounts and "Income Accounts"**

WonderWork maintains a separate system of accounts for:

- Funds that are restricted to (1) blindness programs, (2) burns programs, (3) clubfoot programs, and (4) the electronic medical records project; and
- All other funds. With respect to this second category, for FY16 to the present, WonderWork further distinguishes between funds that are restricted to surgery programs generally (as opposed to a single surgery program), and funds that are unrestricted.

Donations directed to "20/20/20," "BurnRescue" or "FirstStep" are deposited in a separate bank (or PayPal) account for each such cause and marked in the general ledger with an "income account" related to that cause (#4010, #4020 or #4030).

A donor may direct his or her donation to "WonderWork" but specify a particular type of surgery. In general, that donation would be deposited into the WonderWork bank account (account # 1040) or PayPal account (account #1060), but marked in the general ledger with an "income account" related to that cause (#4010, #4020 or #4030).

A donor may direct his or her donation to "WonderWork" without any further instruction on use of funds (or an instruction that the donation is unrestricted). That donation would also be deposited into the WonderWork bank or PayPal accounts specified above, but marked in the general ledger with an "income account" designating the funds as unrestricted (account #4000).

A donor may direct his or her donation to "WonderWork" but specify surgeries generally. That donation would also be deposited into the WonderWork bank or PayPal accounts specified above. In the past, this donation would be marked in the general ledger with the income account #4000;<sup>3</sup> in WonderWork's audited financial statements for FY15 and prior years, it only reported restricted fund balances for burns, blindness and clubfoot (and hole-in-heart and hydrocephalus in the applicable years). Moving forward, these funds will be marked in the general ledger with an "income account" designating the funds as restricted to surgeries (WonderWork intends to use account #4005, which was established for the electronic medical records project); in WonderWork's audited financial statements for FY16, WonderWork intends to report restricted fund balances for each of burns, blindness, clubfoot, and WonderWork: Other Restricted Contributions.

#### **b. Annual Audit and Release of Restrictions**

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<sup>3</sup> To the extent these donations were flagged with the "RS" characters in the key code, they may also be marked in the memo column of the general ledger with a note that they are restricted to surgeries.

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In preparation for the annual audit, Marketing exports a list from the database of all "WonderWork" donations with key codes that start with "X" and either (a) end with "RS" or (b) have Fund Codes "N," "B" or "C" (and, starting in December 2016, "W"), and pulls copies of the checks and correspondence for these donations. This information is provided to Finance and is made available to the auditors.

At the end of the fiscal year, Finance prepares a spreadsheet starting with the restricted fund balances from the previous years, and adds to these amounts the restricted funds received in the current fiscal year, to arrive at a new total net restricted assets. Next, Finance reviews the current year end program expenses by cause (including Direct Mail Allocation program expenses per AICPA Statement of Position 98-2) so that the restricted net assets can be reduced (or "released") by the amount of these expenses. The remaining restricted net assets are carried over to the next fiscal year.

FUCHS  
EXHIBIT 4

**WONDERWORK, INC.**  
**Employee Travel Policy**

The purpose of these Business Travel and Other Expense Reimbursement Policies is to provide the WonderWork employees with specific guidelines covering WonderWork travel and other business expenses, as well as the documentation required to substantiate requests for reimbursement of those expenses.

Because it is not possible to anticipate all of the situations that individual travelers may encounter in conducting WonderWork business, these policies are designed to allow for some flexibility in addressing unique circumstances which may require occasional exceptions. As a general guideline, it is expected that travelers and individuals approving travel payment or reimbursement requests will interpret these policies in a manner that keeps expenses to a minimum and fairly assigns the costs of business-related activities to WonderWork.

Accordingly, the primary responsibility for adherence to these policies rests with the key employees and supervisors who are authorizing travel and approving expense reimbursements.

Travelers should also bear in mind that government agencies and other observers may perceive certain expenditures as being either excessive or inappropriate in the context of a regulatory audit, an IRS audit, or other similar review of WonderWork activities. Thus, moderation and discretion should guide travelers' decisions to incur expenses on WonderWork's behalf.

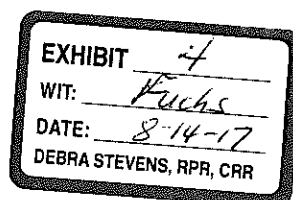
**GENERAL POLICIES**

WonderWork will only approve travel purchases or reimburse expenses incurred in connection with WonderWork business that are appropriately documented by the employee.

The basic policy governing travel expenses is that an individual should neither gain nor lose funds in the course of conducting WonderWork business.

WonderWork will not approve travel purchases or reimburse travelers for expenses which are inherently personal in nature such as child care, clothing, personal recreation or entertainment, etc. All travel expenses must have a business purpose.

WonderWork will not reimburse travel expenses that have been or will be reimbursed from any outside sources.





Assuming a reasonable level of comfort and convenience for the traveler, every effort should be made to keep WonderWork expenses to a minimum.

Payment or reimbursement will be on the basis of actual and reasonable expenses incurred for transportation, meals, lodging, and other necessary business expenses.

Travel expenses must be approved by the employee's supervisor or by the Board Treasurer, if appropriate.

WonderWork will not provide travel advances, nor make reimbursements for the travel expenses of spouses who accompany employees on WonderWork business, except in unusual circumstances which require their presence. These exceptions must be approved by the WonderWork Executive Director or other staff/officer in charge of such decisions, or by the Board of Directors. The organization shall report any benefit to the employee as compensation if required by federal law.

## REPORTING REQUIREMENTS

Regulations issued by the Internal Revenue Service and various other government agencies require that WonderWork maintain a policy under which employees must account for all advances, allowances, and other reimbursements of expenses. This accounting must include:

- sufficient information to establish the business purpose of the travel, entertainment, or other expenditure;
- an adequate record of each expenditure including the amount, date, and place;
- substantiation of expenditures with original receipts -- at a minimum, receipts must be provided for all lodging and entertainment expenses (regardless of amount) and for all other expenses of \$75 or more to comply with IRS regulations; however, departments may elect to require receipts for all expenditures over \$25; and
- the return of any unused monies from cash advances.

Employees must keep track of their expenses and substantiate the expenses by submitting adequate supporting documentation within a reasonable period of time. Any amounts paid to an employee which are not accounted for and substantiated in this way must be included in the employee's income and are subject to payroll tax withholding. (For example, payments to employees of lump-sum, estimated amounts in lieu of reimbursement of *actual* expenses do not meet the requirements of an IRS accountable plan and must be treated as employee compensation subject to withholding.)

FUCHS  
EXHIBIT 5

Form **CHAR500**

**Annual Filing for Charitable Organizations**  
New York State Department of Law (Office of the Attorney General)  
Charities Bureau - Registration Section  
120 Broadway  
New York, NY 10271  
http://www.charitiesnys.com

**2012**

Open to Public Inspection

1. General Information

a. For the fiscal year beginning (mm/dd/yyyy) **7/1/2011** and ending (mm/dd/yyyy) **6/30/2012**

b. Check if applicable for NYS:

☐ Address change  
☐ Name change  
☐ Initial filing  
☐ Final filing  
☐ Amended filing  
☐ NY registration pending

c. Name of organization  
**WonderWork, Inc.**

d. Fed. employer ID no. (EIN) (99-XXXXXX)  
**27-4159217**

e. NY State registration no. (99-XX-XX)  
**43-28-70**

f. Telephone number  
**212-729-1855**

g. Email  
**adobbins@cckc-law.com**

Number and street (or P.O. box if mail not delivered to street address) Room/suite  
**420 Fifth Avenue 27th Floor**

City or town, state or country and zip + 4  
**New York, NY 10018**

2. Certification - Two Signatures Required

We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

a. President or Authorized Officer  
Signature: *[Signature]* Printed Name: **BRIAN MULLONEY** Title: **CEO** Date: **6/3/13**

b. Chief Financial Officer or Treas.  
Signature: *[Signature]* Printed Name: **HANA FUCHS** Title: **CEO** Date: **6/3/13**

3. Annual Report Exemption Information

a. Article 7-A annual report exemption (Article 7-A registrants and dual registrants)  
Check ☒ If total contributions from NY State (including residents, foundations, corporations, government agencies, etc.) did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during this fiscal year.  
**NOTE:** An organization may claim this exemption if no PFR or FRC was used and either: 1) It received an allocation from a federated fund, United Way or incorporated community appeal and contributions from other sources did not exceed \$25,000 or 2) It received all or substantially all of its contributions from one government agency to which it submitted an annual report similar to that required by Article 7-A.

b. EPTL annual report exemption (EPTL registrants and dual registrants)  
Check ☒ If gross receipts did not exceed \$25,000 and assets (market value) did not exceed \$25,000 at any time during this fiscal year.

For EPTL or Article-7A registrants claiming the annual report exemption under the one law under which they are registered and for dual registrants claiming the annual report exemptions under both laws, simply complete part 1 (General Information), part 2 (Certification) and part 3 (Annual Report Exemption Information) above.  
**Do not submit a fee, do not complete the following schedules and do not submit any attachments to this form.**

4. Article 7-A Schedules

If you did not check the Article 7-A annual report exemption above, complete the following for this fiscal year:

a. Did the organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? ☒ Yes ☐ No  
\* If "Yes", complete Schedule 4a.

b. Did the organization receive government contributions (grants)? ☐ Yes ☒ No  
\* If "Yes", complete Schedule 4b.

5. Fee Submitted: See last page for summary of fee requirements.

Indicate the filing fee(s) you are submitting along with this form:

a. Article 7-A filing fee \$ **25**

b. EPTL filing fee \$ **250**

c. Total fee \$ **275**

Submit only one check or money order for the total fee, payable to "NYS Department of Law"

6. Attachments - For organizations that are not claiming annual report exemptions under both laws, see last page for required attachments ->>>

Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsels (FRC), Commercial Co-Venturers (CCV)	
If you checked the box in question 4.a. on page 1, complete the following schedule for each PFR, FRC or CCV that the organization engaged for fund raising activity in NY State:	
1. Type of fund raising professional (FRP):	
Professional fund raiser .....	<input type="checkbox"/>
Fund raising counsel .....	<input checked="" type="checkbox"/>
Commercial co-venturer .....	<input type="checkbox"/>
2. Name of FRP:	
NNE Marketing, LLC	
Number and street (or P.O. box if mail is not delivered to street address):	
754 Massachusetts Avenue	
City or town, state or country and zip + 4:	
Arlington, MA 02476	
3. FRP telephone number:	
4. Services provided by FRP (provide description):	
The charity has retained NEE to consult on their direct marketing fund-raising efforts. The scope of work is covered in the agreement.	
5. Compensation arrangement with FRP (provide description):	
The client and NEE have agreed that the fees for the scope of work will be \$32,000 per month for the term of the contract. If creative development is needed for projects outside the scope of the agreement, it will be billed separately on a per package basis- ranging from \$500-\$4,500 per package.	
6. Dates of contract ..... 02/01/2013 ..... through 01/31/2014 .....	
(mm/dd/yyyy) (mm/dd/yyyy)	
7. Amount paid to FRP ..... \$ 0 .....	

Form CHAR500 (2004)

WON-EX 0063

Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsels (FRC), Commercial Co-Venturers (CCV)	
If you checked the box in question 4.a. on page 1, complete the following schedule for each PFR, FRC or CCV that the organization engaged for fund raising activity in NY State:	
1. Type of fund raising professional (FRP):	
Professional fund raiser .....	<input type="checkbox"/>
Fund raising counsel .....	<input checked="" type="checkbox"/>
Commercial co-venturer .....	<input type="checkbox"/>
2. Name of FRP:	
Paradysz, Inc.	
Number and street (or P.O. box if mail is not delivered to street address):	
5 Hanover Square	
City or town, state or country and zip + 4:	
New York, New York 10004	
3. FRP telephone number:	
(212) 388-5300	
4. Services provided by FRP (provide description):	
Recommend segmentation for outside rental lists, exchange and multi names. Forecast outside rental lists, exchange and multi names. Conduct list audits. Recommend test data for each of charity's campaigns. Warehouse and report performance data, rolled up at the list and campaign levels, based on information reported by charity. Additional scope of services are on the contract.	
5. Compensation arrangement with FRP (provide description):	
A service fee amounting to \$14 for outside list rentals, exchanges and multi names, based on the number of names shipped to the charity. A negotiation incentive whereby Paradysz will receive 35% of any net incremental reduction in list cost it obtains for the charity. Paradysz will provide client with 65% of savings it obtains.	
6. Dates of contract .....	05/18/2012 through On-going (mm/dd/yyyy) (mm/dd/yyyy)
7. Amount paid to FRP .....	\$ 41,327.94
8. If services were provided by a CCV, did the CCV provide the charitable organization with the Interim report(s) required by §§ 173-a. 3 of the Executive Law? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

**Schedule 4b: Government Contributions (Grants)**

If you checked the box in question 4.b. on page 1, complete the following schedule for each government contribution (grant). Use additional copies of this page if necessary to list each government contribution (grant) separately.

[illegible]

WonderWork, Inc.

FEIN: 27-4159217

*Attachment referenced in question*

**List of Agreements with Professional Fundraisers, Professional Fundraising Counsel, and/or Commercial Co-Venturers**

Paradysz, Inc.  
5 Hanover Square  
New York, New York 10004  
Type: Consultant  
Duration: May 18, 2012 to On-going

NNE Marketing, LLC  
754 Massachusetts Avenue  
Arlington, MA 02476  
Type: Consultant  
Duration: February 1, 2013 to January 31, 2014

WON-EX 0066

Form **990****Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

**2011**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service**A** For the 2011 calendar year, or tax year beginning 07/01, 2011, and ending 06/30, 2012

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input checked="" type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	<b>C</b> Name of organization WONDERWORK, INC.		<b>D</b> Employer identification number 27-4159217
	Doing Business As		
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite		<b>E</b> Telephone number
	420 5TH AVENUE, 27TH FLOOR		(212) 729-1855
	City or town, state or country, and ZIP + 4 NEW YORK, NY 10018		<b>G</b> Gross receipts \$ 9,214,668.
<b>F</b> Name and address of principal officer: BRIAN MULLANEY 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018			
<b>H(a)</b> Is this a group return for affiliates? Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>			
<b>H(b)</b> Are all affiliates included? Yes <input type="checkbox"/> No <input type="checkbox"/> If "no," attach a list (see instructions)			
<b>H(c)</b> Group exemption number			
<b>I</b> Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) ( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
<b>J</b> Website: WWW.WONDERWORK.ORG			
<b>K</b> Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other			
<b>L</b> Year of formation: 2011 <b>M</b> State of legal domicile: DE			

<b>Part I Summary</b>	
<b>Activities &amp; Governance</b>	1 Briefly describe the organization's mission or most significant activities: PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING FROM DISEASE, ILLNESS, OR DISABILITY.
	2 Check this box <input type="checkbox"/> If the organization discontinued its operations or disposed of more than 25% of its net assets.
	3 Number of voting members of the governing body (Part VII, line 1a) 3
	4 Number of independent voting members of the governing body (Part VII, line 1b) 4
	5 Total number of individuals employed in calendar year 2011 (Part V, line 2a) 5
	6 Total number of volunteers (estimate if necessary) 2
	7a Total unrelated business revenue from Part VIII, column (C), line 12 0
7b Net unrelated business taxable income from Form 990-T, line 34 0	
<b>Revenue</b>	8 Contributions and grants (Part VIII, line 1h) 50,767. 7,878,990.
	9 Program service revenue (Part VIII, line 2g) 0 3,333,667.
	10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 5 2,011.
	11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 0 0
	12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 50,773. 9,214,668.
	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 0 789,800.
	14 Benefits paid to or for members (Part IX, column (A), line 4) 0 0
	15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 61,272. 1,240,919.
	16a Professional fundraising fees (Part IX, column (A), line 11e) 0 0
	16b Total fundraising expenses (Part IX, column (D), line 25) 321,738.
<b>Expenses</b>	17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 120,785. 702,540.
	18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 182,057. 2,733,259.
	19 Revenue less expenses. Subtract line 18 from line 12 -131,284. 6,481,409.
<b>Net Assets or Fund Balances</b>	20 Total assets (Part X, line 16) Beginning of Current Year 1,421. End of Year 7,038,498.
	21 Total liabilities (Part X, line 26) 132,705. 803,061.
	22 Net assets or fund balances. Subtract line 21 from line 20 -131,284. 6,235,437.

<b>Part III Signature Block</b>	
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.	
<b>Sign Here</b>	<b>Signature of officer</b> BRIAN MULLANEY W-FOUNDER PRESIDENT & CEO Date 5/14/13
<b>Paid Preparer Use Only</b>	<b>Print/type preparer's name</b> M. Hodgkins <b>Preparer's signature</b> Date 5/13/13 Check <input type="checkbox"/> self-employed <input type="checkbox"/> P/TW Firm's name KPMG LLP Firm's EIN 13-5565207 Firm's address 345 PARK AVENUE NEW YORK, NY 10154-0102 Phone no. 212-758-9700 May the IRS discuss this return with the preparer shown above? (see instructions) <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No For Paperwork Reduction Act Notice, see the separate instructions. Form 990 (2011)

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PAGE 1

WON-EX 0067



Form **8868**

(Rev. January 2012)

Department of the Treasury  
Internal Revenue ServiceApplication for Extension of Time To File an  
Exempt Organization Return

OMB No. 1545-1708

▶ File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **1**
  - If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐ **2**

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. WonderWork, Inc.	Employer identification number (EIN) or
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 420 5th Avenue 27th floor	<input type="checkbox"/> 27-4159217
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. New York, NY 10018	<input type="checkbox"/> Social security number (SSN)

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Hans Fuchs

Telephone No. ▶ 212-729-1855 FAX No. ▶ 212-729-4541

- If the organization does not have an office or place of business in the United States, check this box ☐ **3**
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box ☐ **4**. If it is for part of the group, check this box ☐ **5** and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until Feb. 15, 2013, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶ ☐ calendar year 2012 or

▶ ☒ tax year beginning July 1, 2011, and ending June 30, 2012.

- 2** If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	0
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	0
<b>c</b> Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	0

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Cat. No. 27915D

Form 8868 (Rev. 1-2012)

WON-EX 0068

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☐ **Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.  
 • If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions. WonderWork, Inc.	Enter filer's identifying number, see instructions. Employer identification number (EIN) or 27-4159217
	Number, street, and room or suite no. if a P.O. box, see instructions. 420 5th Ave. 27th floor	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. New York, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 1041-A	08
Form 990-BL	02	Form 4720	09
Form 4720 (Individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06		

**STOP!** Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ Nana Fuchs  
 Telephone No. ▶ 212-729-1855 x 103 FAX No. ▶ 212-729-4541  
 • If the organization does not have an office or place of business in the United States, check this box ☐  
 • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until May 15, 2013.  
 5 For calendar year \_\_\_\_\_, or other tax year beginning July 1, 2011, and ending June 30, 2012.  
 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period  
 7 State in detail why you need the extension Additional time is needed to prepare a complete and accurate form.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶

*Nana Fuchs*

Title ▶ Chief Financial Officer

Date ▶

2/6/13

Form 8868 (Rev. 1-2013)

WON-EX 0069

**Part III** Statement of Program Service AccomplishmentsCheck if Schedule O contains a response to any question in this Part III ☒ X

## 1 Briefly describe the organization's mission:

PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND  
ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING  
FROM DISEASE, ILLNESS, OR DISABILITY. FOR MORE INFORMATION, SEE  
SCHEDULE O.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☒ X Yes ☐ No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ X No

If "Yes," describe these changes on Schedule O.

## 4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code: ) (Expenses \$ 2,297,070, including grants of \$ 789,690. ) (Revenue \$ 1,332,662. )

WONDERWORK EMPOWERS AND PARTNERS WITH LOCAL SURGEONS, HOSPITALS,  
AND CHARITABLE ORGANIZATIONS ENGAGED IN THE DELIVERY OF  
LIFE-CHANGING SURGERY AND RELATED CARE BY PROVIDING TRAINING AND  
EDUCATION, FINANCIAL SUPPORT AND EQUIPMENT. WONDERWORK ALSO  
EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL  
CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH  
DISABILITIES.

4b (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4c (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

## 4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses ▶ 2,297,070.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III . . . . .	<input type="checkbox"/>	<input type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Did the organization report an amount for investments—other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the organization report an amount for investments—program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI, XII, and XIII . . . . .	<input checked="" type="checkbox"/>	<input type="checkbox"/>
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI, XII, and XIII is optional . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
14 a Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts III and IV . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 8a? If "Yes," complete Schedule G, Part III . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
20 a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . . .	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .	<input type="checkbox"/>	<input type="checkbox"/>

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 17? If "Yes," complete Schedule I, Parts I and II. . . . .	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III. . . . .		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J. . . . .	X	
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25. . . . .		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
25 a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I. . . . .		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I. . . . .		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II. . . . .		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III. . . . .		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV. . . . .		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV. . . . .		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV. . . . .		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M. . . . .		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M. . . . .		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I. . . . .		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II. . . . .		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I. . . . .		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Parts II, III, IV, and V, line 1. . . . .		X
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .		X
b Did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2. . . . .		X
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2. . . . .		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI. . . . .		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11 and 19? <b>Note.</b> All Form 990 filers are required to complete Schedule O. . . . .	X	

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## Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0 if not applicable.	1a	10
b	Enter the number of Forms W-2G included in line 1a. Enter -0 if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a	4
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	X
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b	If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O.	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b	If "Yes," enter the name of the foreign country: ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	X
c	If "Yes" to line 5a or 5b, did the organization file Form 8868-T?	5c	
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible?	6a	X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7	Organizations that may receive deductible contributions under section 170(c).		
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	X
d	If "Yes," indicate the number of Forms 8282 filed during the year.	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the organization make any taxable distributions under section 4966?	9a	
b	Did the organization make a distribution to a donor, donor advisor, or related person?	9b	
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a	
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

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**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.Check if Schedule O contains a response to any question in this Part VI. ☒ X**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year. If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	1a 2	
b Enter the number of voting members included in line 1a, above, who are independent.	1b 2	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	4 X	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?	5	X
6 Did the organization have members or stockholders?	6	X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?	7a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	8a X	
b Each committee with authority to act on behalf of the governing body?	8b X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O.	9	X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	11a X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13.	12a X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	12b X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done.	12c X	
13 Did the organization have a written whistleblower policy?	13 X	
14 Did the organization have a written document retention and destruction policy?	14 X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official	15a X	
b Other officers or key employees of the organization	15b X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions.)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?	16b	

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed **ATTACHMENT-1**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
☒ Own website ☐ Another's website ☒ Upon request

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **HANA FUCHS 420 FIFTH AVENUE 27TH FLOOR NEW YORK, NY 10018 212-729-1855**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response to any question in this Part VII ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's current key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's former officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (describe hours for related organizations in Schedule O)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)					(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee			
(1) BRIAN MULLANEY CO-FOUNDER, PRESIDENT AND CEO	40.00	X		X			275,000.	0	9,845.
(2) THEODORE DYSART SECRETARY/TREASURER	1.00	X					0	0	0
(3) RAVI KANT DIRECTOR	1.00	X					0	0	0
(4) HANA FUCHS CFO	40.00			X			154,500.	0	1,652.
(5)									
(6)									
(7)									
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									

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## Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

[illegible]

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization 2

		Yes	No
3	Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

## Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization 0

**Part VIII Statement of Revenue**

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	1a Federated campaigns . . . . . 1a				
	b Membership dues . . . . . 1b				
	c Fundraising events . . . . . 1c				
	d Related organizations . . . . . 1d				
	e Government grants (contributions) . . . . . 1e				
	f All other contributions, gifts, grants, and similar amounts not included above . . . . . 1f	7,878,899.			
	g Noncash contributions included in lines 1a-1f \$				
	<b>h Total. Add lines 1a-1f . . . . .</b>	<b>7,878,899.</b>			
<b>Program Service Revenue</b>	2a <b>PROGRAMMATIC ASSISTANCE</b> . . . . .	Business Code 541908	1,333,667.	1,333,667.	
	b . . . . .				
	c . . . . .				
	d . . . . .				
	e . . . . .				
	f All other program service revenue . . . . .				
	<b>g Total. Add lines 2a-2f . . . . .</b>	<b>1,333,667.</b>			
	<b>Other Revenue</b>	3 Investment income (including dividends, interest, and other similar amounts) . . . . .		1,314.	
4 Income from investment of tax-exempt bond proceeds . . . . .			0		
5 Royalties . . . . .			0		
6a Gross rents . . . . .		(i) Real (ii) Personal			
b Less: rental expenses . . . . .					
c Rental income or (loss) . . . . .					
d Net rental income or (loss) . . . . .			0		
7a Gross amount from sales of assets other than inventory . . . . .		(i) Securities (ii) Other	697.		
b Less: cost or other basis and sales expenses . . . . .					
c Gain or (loss) . . . . .			697.		
d Net gain or (loss) . . . . .			697.		697.
8a Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18 . . . . . a					
b Less: direct expenses . . . . . b					
c Net income or (loss) from fundraising events . . . . .			0		
9a Gross income from gaming activities. See Part IV, line 19 . . . . . a					
b Less: direct expenses . . . . . b					
c Net income or (loss) from gaming activities . . . . .			0		
10a Gross sales of inventory, less returns and allowances . . . . . a					
b Less: cost of goods sold . . . . . b					
c Net income or (loss) from sales of inventory . . . . .		0			
<b>Miscellaneous Revenue</b>	11a . . . . .	Business Code			
	b . . . . .				
	c . . . . .				
	d All other revenue . . . . .				
	e Total. Add lines 11a-11d . . . . .		0		
	<b>12 Total revenue. See instructions . . . . .</b>	<b>9,214,589.</b>	<b>1,333,667.</b>		<b>2,931.</b>

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**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A) but are not required to complete columns (B), (C), and (D).

Check if Schedule O contains a response to any question in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	789,800.	789,800.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	0			
4 Benefits paid to or for members.	0			
5 Compensation of current officers, directors, trustees, and key employees.	889,729.	806,249.	64,587.	18,893.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7 Other salaries and wages.	252,433.	133,165.	18,462.	100,806.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	0			
9 Other employee benefits.	32,630.	26,837.	2,373.	3,420.
10 Payroll taxes.	66,127.	54,389.	4,808.	6,930.
11 Fees for services (non-employees):				
a Management.	0			
b Legal.	21,988.	18,085.	1,599.	2,304.
c Accounting.	2,160.	1,777.	157.	226.
d Lobbying.	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees.	0			
g Other.	168,783.	154,820.	5,719.	8,244.
12 Advertising and promotion.	0			
13 Office expenses.	241,778.	73,141.	5,694.	162,949.
14 Information technology.	5,449.	4,482.	396.	571.
15 Royalties.	0			
16 Occupancy.	128,267.	105,498.	9,327.	13,442.
17 Travel.	130,815.	126,113.	1,089.	3,613.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19 Conferences, conventions, and meetings.	0			
20 Interest.	0			
21 Payments to affiliates.	0			
22 Depreciation, depletion, and amortization.	3,300.	2,714.	240.	346.
23 Insurance.	0			
24 Other expenses. Itemize expenses not covered above (list miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a				
b				
c				
d				
e All other expenses.				
25 Total functional expenses. Add lines 1 through 24e.	2,733,259.	2,297,070.	114,451.	321,738.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).	0			

**Part X Balance Sheet**

		(A) Beginning of year	(B) End of year
<b>Assets</b>	1 Cash - non-interest-bearing	765.	1 7,124.
	2 Savings and temporary cash investments	656.	2 811,118.
	3 Pledges and grants receivable, net	0	3 769,451.
	4 Accounts receivable, net	0	4 0
	5 Receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5 0
	6 Receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions)	0	6 0
	7 Notes and loans receivable, net	0	7 0
	8 Inventories for sale or use	0	8 0
	9 Prepaid expenses and deferred charges	0	9 45,625.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 16,904.	
	b Less: accumulated depreciation	10b 3,300.	10c 13,604.
	11 Investments - publicly traded securities	0	11 5,391,576.
	12 Investments - other securities. See Part IV, line 11	0	12 0
	13 Investments - program-related. See Part IV, line 11	0	13 0
	14 Intangible assets	0	14 0
	15 Other assets. See Part IV, line 11	0	15 0
16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	1,421.	16 7,038,498.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	6,705.	17 70,061.
	18 Grants payable	0	18 733,000.
	19 Deferred revenue	0	19 0
	20 Tax-exempt bond liabilities	0	20 0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21 0
	22 Payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	126,000.	22 0
	23 Secured mortgages and notes payable to unrelated third parties	0	23 0
	24 Unsecured notes and loans payable to unrelated third parties	0	24 0
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0	25 0
	26 <b>Total liabilities.</b> Add lines 17 through 25	132,705.	26 803,061.
<b>Net Assets or Fund Balances</b>	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.		
	27 Unrestricted net assets	-131,284.	27 5,465,750.
	28 Temporarily restricted net assets	0	28 769,687.
	29 Permanently restricted net assets	0	29 0
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 30 through 34.		
	30 Capital stock or trust principal, or current funds		30
	31 Paid-in or capital surplus, or land, building, or equipment fund		31
	32 Retained earnings, endowment, accumulated income, or other funds		32
33 <b>Total net assets or fund balances</b>	-131,284.	33 6,235,437.	
34 <b>Total liabilities and net assets/fund balances</b>	1,421.	34 7,038,498.	

Form 990 (2011)

Form 990 (2011)

Page 12

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI ☒

1	Total revenue (must equal Part VIII, column (A), line 12)	1	9,214,668.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,733,259.
3	Revenue less expenses. Subtract line 2 from line 1	3	6,481,409.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	-131,284.
5	Other changes in net assets or fund balances (explain in Schedule O)	5	-114,668.
6	Net assets or fund balances at end of year. Combine lines 3, 4, and 5 (must equal Part X, line 33, column (B))	6	6,235,437.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant?		X
b Were the organization's financial statements audited by an independent accountant?	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
d If "Yes" to line 2a or 2b, check a box below to indicate whether the financial statements for the year were issued on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2011)

**SCHEDULE A**  
(Form 990 or 990-EZ)

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

**2011**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization  
**WONDERWORK, INC.**

Employer identification number  
**27-4159217**

**Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.**

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vii). (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I      b ☐ Type II      c ☐ Type III - Functionally integrated      d ☐ Type III - Other
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box. ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? ☐
- (ii) A family member of a person described in (i) above? ☐
- (iii) A 35% controlled entity of a person described in (i) or (ii) above? ☐

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-3 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing documents?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
Total									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2011

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WON-EX 0081

**Part II** Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .				50,767	7,878,990	7,929,757
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
4 Total. Add lines 1 through 3 . . . . .				50,767	7,878,990	7,929,757
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . . . .						6,524,134
6 Public support. Subtract line 5 from line 4 . . . . .						1,405,623

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
7 Amounts from line 4 . . . . .				50,767	7,878,990	7,929,757
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .				6	3,334	3,339
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
11 Total support. Add lines 7 through 10 . . . . .						7,933,097
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	1,333,657
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .						<input checked="" type="checkbox"/>

**Section C. Computation of Public Support Percentage**

- 14 Public support percentage for 2011 (line 8, column (f) divided by line 11, column (f)) . . . . . 14 %
- 15 Public support percentage from 2010 Schedule A, Part II, line 14 . . . . . 15 %
- 16a 33 1/3% support test - 2011. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ☐
- b 33 1/3% support test - 2010. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ☐
- 17a 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ☐
- b 10%-facts-and-circumstances test - 2010. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ☐
- 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . . ☐

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.  
If the organization fails to qualify under the tests listed below, please complete Part II.)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
7b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
7c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2007	(b) 2008	(c) 2009	(d) 2010	(e) 2011	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
10c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2011 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2010 Schedule A, Part III, line 15.	16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2011 (line 10c, column (f) divided by line 13, column (f)).	17	%
18 Investment income percentage from 2010 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests - 2011. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3% support tests - 2010. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ <input type="checkbox"/>		



WONDERWORK, INC.

27-4159217

Schedule A (Form 990 or 990-EZ) 2011

Page 4

**Part IV** **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

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Schedule A (Form 990 or 990-EZ) 2011

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WON-EX 0084

**SCHEDULE D  
(Form 990)**

**Supplemental Financial Statements**

OMB No. 1545-0047

**2011**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service  
Name of the organization

► Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
► Attach to Form 990. ► See separate instructions.

WONDERWORK, INC.

Employer identification number  
27-4159217

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? <input type="checkbox"/> Yes <input type="checkbox"/> No		
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? <input type="checkbox"/> Yes <input type="checkbox"/> No		

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ►

4 Number of states where property subject to conservation easement is located ►

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ►

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIV, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIV, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ► \$

(ii) Assets included in Form 990, Part X ► \$

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ► \$

b Assets included in Form 990, Part X ► \$

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Schedule D (Form 990) 2011

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WON-EX 0085

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition d ☐ Loan or exchange programs  
b ☐ Scholarly research e ☐ Other \_\_\_\_\_  
c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIV.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? . . . . . ☐ Yes ☐ No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? . . . . . ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV and complete the following table:

	Amount
c Beginning balance . . . . .	1c
d Additions during the year . . . . .	1d
e Distributions during the year . . . . .	1e
f Ending balance . . . . .	1f

2a Did the organization include an amount on Form 990, Part X, line 21? . . . . . ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIV.

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance . . . . .					
b Contributions . . . . .					
c Net investment earnings, gains, and losses . . . . .					
d Grants or scholarships . . . . .					
e Other expenditures for facilities and programs . . . . .					
f Administrative expenses . . . . .					
g End of year balance . . . . .					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ %  
b Permanent endowment ▶ %  
c Temporarily restricted endowment ▶ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations . . . . .	3a(i)	
(ii) related organizations . . . . .	3a(ii)	
b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .	3b	

4 Describe in Part XIV the intended uses of the organization's endowment funds.

**Part VI Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land . . . . .				
b Buildings . . . . .				
c Leasehold improvements . . . . .				
d Equipment . . . . .		16,904.	3,300.	13,604.
e Other . . . . .				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . . .				13,604.

Schedule D (Form 990) 2011

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
(I)		

Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.)

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		

Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.)

**Part IX Other Assets.** See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	

Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)

**Part X Other Liabilities.** See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	

Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)

2. FIN 48 (ASC 740) Footnote. In Part XIV, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740).

**Part XII Reconciliation of Change in Net Assets from Form 990 to Audited Financial Statements**

1	Total revenue (Form 990, Part VIII, column (A), line 12)	1	9,214,668.
2	Total expenses (Form 990, Part IX, column (A), line 25)	2	2,733,259.
3	Excess or (deficit) for the year. Subtract line 2 from line 1	3	6,481,409.
4	Net unrealized gains (losses) on investments	4	-114,687.
5	Donated services and use of facilities	5	
6	Investment expenses	6	
7	Prior period adjustments	7	
8	Other (Describe in Part XIV.)	8	
9	Total adjustments (net). Add lines 4 through 8	9	-114,687.
10	Excess or (deficit) for the year per audited financial statements. Combine lines 3 and 9	10	6,366,722.

**Part XIII Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	9,099,981.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	-114,687.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	-114,687.
3	Subtract line 2e from line 1	3	9,214,668.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	9,214,668.

**Part XIII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	2,733,259.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIV.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	2,733,259.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIV.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 16.)	5	2,733,259.

**Part XIV Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 6, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, line 8; Part XII, lines 2d and 4b; and Part XIII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

**Part XIV** Supplemental information (continued)

## UNCERTAIN TAX POSITIONS

FORM 990, SCHEDULE D, PART X, LINE 2

WONDERWORK RECOGNIZES THE EFFECT OF INCOME TAX POSITIONS ONLY IF THOSE POSITIONS ARE MORE LIKELY THAN NOT OF BEING SUSTAINED. INCOME GENERATED FROM ACTIVITIES UNRELATED TO WONDERWORK'S EXEMPT PURPOSE IS SUBJECT TO TAX UNDER INTERNAL REVENUE CODE SECTION 511. WONDERWORK UTILIZES A THRESHOLD OF MORE-LIKELY-THAN-NOT FOR RECOGNITION AND DERECOGNITION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. WONDERWORK DID NOT RECOGNIZE ANY UNRELATED BUSINESS INCOME FOR TAX LIABILITY FOR THE YEAR ENDED JUNE 30, 2012.

SCHEDULE I  
(Form 990)

Department of the Treasury  
Internal Revenue Service

Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States

Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

CMB Inc. 1345-2047

2011

Open to Public  
Inspection

Employer identification number

27-4159217

Part I General Information on Grants and Assistance

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Check this box if no one recipient received more than \$5,000. ☐

Part II can be duplicated if additional space is needed

1	(a) Name and address of organization or government	(b) EIN	(c) SIC code, if applicable	(d) Amount of grant or contribution (dollars)	(e) Amount of non-cash assistance (book, travel, equipment, other)	(f) Description of non-cash assistance	(g) Purpose of grant or assistance
(1)	DEAR, NE, SEE 20 WEST 157TH STREET, JERU YORK, NY 10013-8903	27-1807734	801101 (13)	789,550		RUND HIRACLES SURGERY	BLANDNESS
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table
- For Paperwork Reduction Act Notice, see the Instructions for Form 990.

**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22. Part III can be duplicated if additional space is needed.

	(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1						
2						
3						
4						
5						
6						
7						

**Part IV** Supplemental Information. Complete this part to provide the information required in Part I, line 2, and any other additional information.

GRANT ELIGIBILITY

FORM 990, SCHEDULE I, PART I, LINE 2

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING

THIRD PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING

WITH THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.



**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization  
**WONDERWORK, INC.**

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2011**

Open to Public Inspection

Employer identification number  
**27-4159217**

**Part I Questions Regarding Compensation**

	Yes	No
<b>1a</b> Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
<input type="checkbox"/> First-class or charter travel		
<input type="checkbox"/> Travel for companions		
<input type="checkbox"/> Tax indemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<b>b</b> If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.	<b>1b</b>	
<b>2</b> Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?	<b>2</b>	
<b>3</b> Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director. Explain in Part III.		
<input checked="" type="checkbox"/> Compensation committee		
<input type="checkbox"/> Independent compensation consultant		
<input type="checkbox"/> Form 990 of other organizations		
<input type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" type="checkbox"/> Approval by the board or compensation committee		
<b>4</b> During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
<b>a</b> Receive a severance payment or change-of-control payment?	<b>4a</b>	X
<b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan?	<b>4b</b>	X
<b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement?	<b>4c</b>	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.		
<b>5</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
<b>a</b> The organization?	<b>5a</b>	X
<b>b</b> Any related organization?	<b>5b</b>	X
If "Yes" to line 5a or 5b, describe in Part III.		
<b>6</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
<b>a</b> The organization?	<b>6a</b>	X
<b>b</b> Any related organization?	<b>6b</b>	X
If "Yes" to line 6a or 6b, describe in Part III.		
<b>7</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	<b>7</b>	X
<b>8</b> Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(e)(3)? If "Yes," describe in Part III.	<b>8</b>	X
<b>9</b> If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	<b>9</b>	

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2011

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WON-EX 0092

**Part III Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

	(A) Name	(B) Breakdown of V-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Non taxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1	BRIAN MULLANEY	275,000	0	0	0	9,845	284,845	0
2	HANA FUCHS	154,500	0	0	0	1,652	156,152	0
3		0	0	0	0	0	0	0
4		0	0	0	0	0	0	0
5		0	0	0	0	0	0	0
6		0	0	0	0	0	0	0
7		0	0	0	0	0	0	0
8		0	0	0	0	0	0	0
9		0	0	0	0	0	0	0
10		0	0	0	0	0	0	0
11		0	0	0	0	0	0	0
12		0	0	0	0	0	0	0
13		0	0	0	0	0	0	0
14		0	0	0	0	0	0	0
15		0	0	0	0	0	0	0
16		0	0	0	0	0	0	0

WONDERWORK, INC.

27-4159217

Schedule J (Form 990) 2011

Page 3

**Part III** Supplemental Information

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

WON-EX 0094

Schedule J (Form 990) 2011

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**SCHEDULE O**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

**2011**

Open to Public  
Inspection

Employer identification number

27-4159217

**ORGANIZATION'S MISSION**

FORM 990, PART III, LINE 1

WONDERWORK IS A NOT-FOR-PROFIT ORGANIZATION WHICH WAS FOUNDED TO PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS IN UNDERSERVED REGIONS OF THE WORLD. WONDERWORK PROVIDES LIFE-CHANGING SUPPORT FOR ILLNESS, DISEASE, AND DISABILITY INCLUDING BUT NOT LIMITED TO, BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. WONDERWORK SUPPORTS OTHER MEDICAL INSTITUTIONS AND CHARITABLE ORGANIZATIONS ENGAGED IN THE PROVISION OF THESE SERVICES; AS WELL AS, PROVIDES EDUCATION TO DOCTORS AND THE PUBLIC ON NEEDED TREATMENTS AND SURGICAL TECHNIQUES.

**SIGNIFICANT PROGRAM SERVICE ACTIVITIES**

FORM 990, PART III, LINE 2

THE ORGANIZATION WAS INCORPORATED IN AND FILED AN INITIAL RETURN IN FISCAL YEAR 2011. DURING FISCAL YEAR 2012, WONDERWORK, INC. RECEIVED SIGNIFICANT SUPPORT FROM DONORS AND INCREASED OPERATIONS TO SUPPORT ITS FIVE MAIN SERVICE AREAS - BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. THE ORGANIZATION PLANS TO SEE CONTINUED GROWTH IN FISCAL YEAR 2013.

**SIGNIFICANT CHANGE TO GOVERNING DOCUMENTS**

FORM 990, PART VI, LINE 4

IN APRIL 2012, THE ORGANIZATION AMENDED ITS ARTICLES OF INCORPORATION AND

Name of the organization  
WONDERWORK, INC.Employer identification number  
27-4159217

BYLAWS TO CHANGE IT'S NAME FROM SURGERY FOR THE POOR, INC. TO WONDERWORK, INC.

## FORM 990 REVIEW

FORM 990, PART VI, LINE 11B

THE FORM 990 WAS PREPARED BY AN INTERNATIONAL ACCOUNTING FIRM AND THE FINANCE DEPARTMENT. A COPY OF THE FORM 990 WAS REVIEWED BY THE CHAIR OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AND WAS DISTRIBUTED TO ALL BOARD MEMBERS BEFORE FILING WITH THE IRS.

## CONFLICT OF INTEREST POLICY

FORM 990, PART VI, LINE 12

EACH OFFICER, DIRECTOR AND KEY EMPLOYEE OF THE ORGANIZATION IS REQUIRED TO DISCLOSE ANY CONFLICTS OF INTEREST THAT ARISE THROUGH EMPLOYMENT, BOARD SERVICE OR POSITION IN THE ORGANIZATION. THE ORGANIZATION MONITORS COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY THROUGH ANNUAL COMPLETION OF THE QUESTIONNAIRE AND DISCLOSURE STATEMENT THAT IS DISTRIBUTED TO THESE INDIVIDUALS.

ALSO, NEW EMPLOYEES JOINING THE ORGANIZATION ARE REQUIRED TO COMPLETE THE QUESTIONNAIRE. POTENTIAL CONFLICTS OF INTEREST ARE INVESTIGATED IMMEDIATELY, AND A PERSON WHO HAS A CONFLICT OF INTEREST SHALL NOT PARTICIPATE IN DISCUSSIONS ON ANY MATTER RELATED TO THE CONFLICT.

COMPLETED QUESTIONNAIRES ARE AVAILABLE FOR INSPECTION BY ANY BOARD MEMBER AND MAY BE REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL. THE FINANCE

WON-EX 0096

Name of the organization  
WONDERWORK, INC.Employer identification number  
27-4159217

DEPARTMENT MONITORS NEW CONTRACTS AND INVOICE PAYMENTS TO MAKE SURE THAT  
THE POLICY IS FOLLOWED.

## PROCESS FOR DETERMINING COMPENSATION

FORM 990, PART VI, LINE 15

AN INDEPENDENT COMPENSATION COMMITTEE HAS BEEN ESTABLISHED BY THE BOARD  
OF DIRECTORS TO SECURE DATA FROM AND ABOUT COMPARABLE NONPROFIT  
ORGANIZATIONS IN OUR AREA TO BENCHMARK PAY. THE COMMITTEE WAS  
ESTABLISHED TO FURTHER COLLECT OTHER PUBLISHED SURVEY DATA, WHEN  
APPROPRIATE, OF FOR-PROFIT ORGANIZATIONS FOR SPECIFIC FUNCTIONAL  
COMPETENCIES SUCH AS FINANCE AND HUMAN RESOURCES. TOGETHER WITH THIS DATA  
FROM THE COMPARABLE LOCAL ORGANIZATIONS, DATA FROM THESE MARKET SEGMENTS  
ARE USED TO FORM A "MARKET COMPOSITE" TO ASSESS THE COMPETITIVENESS,  
FAIRNESS AND APPROPRIATENESS OF COMPENSATION PAID BY WONDERWORK TO ITS  
EXECUTIVES AND OTHER EMPLOYEES.

WONDERWORK'S COMPENSATION STRATEGY AND IMPLEMENTATION IS ADMINISTERED BY  
THIS COMPENSATION COMMITTEE, WHICH WILL REPORT ITS FINDINGS TO THE BOARD  
OF DIRECTORS. THE BOARD, THROUGH THIS COMMITTEE, IS RESPONSIBLE FOR  
ESTABLISHING AND MAINTAINING A COMPETITIVE COMPENSATION PROGRAM FOR THE  
ORGANIZATION AND COORDINATING AN ANNUAL REVIEW BY AN INDEPENDENT REVIEWER  
(OR AN INTERNAL DETERMINATION) TO EVALUATE THE ORGANIZATION'S EXECUTIVE  
COMPENSATION AGAINST THE COMPETITIVE MARKET. FOLLOWING THE REVIEW OF THIS  
EVALUATION, THE BOARD APPROVES, FOR SELECTED KEY EXECUTIVES, BASE  
SALARIES AND ANNUAL INCENTIVE OPPORTUNITY ADJUSTMENTS (IF ANY), AND  
OBJECTIVES AND GOALS FOR THE UPCOMING YEAR.

WON-EX 0097

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

COMPENSATION REVIEWS ARE CONTEMPORANEOUSLY DOCUMENTED IN BOARD AND  
COMMITTEE MINUTES.

## DOCUMENT DISCLOSURE

FORM 990, PART VI, LINE 19

THE ORGANIZATION MAKES THE FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING  
A COPY AT ITS HEADQUARTERS IN NEW YORK CITY. THE FORM 990 IS ALSO  
PUBLISHED ON THE INTERNET ON THE ORGANIZATION'S WEBSITE. THE  
ORGANIZATIONS FINANCIAL STATEMENTS ARE ALSO AVAILABLE ON THE WEBSITE  
(WWW.WONDERWORK.ORG).

THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY  
ARE AVAILABLE UPON REQUEST.

## OTHER CHANGES IN NET ASSETS

FORM 990, PART XI, LINE 5

\$(114,687) UNREALIZED LOSSES

(1) PRIOR PERIOD ADJUSTMENT

-----

\$(114,688)

FORM 990, PART VI, LINE 17 - STATESATTACHMENT 1

AL, AK, AZ, AR, CA, CO, CT,

DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI,

MN, MS, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,

RI, SC, TN, UT, VA, WA, WV, WI,

WON-EX 0098

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:00 AM 04/18/2012  
FILED 10:00 AM 04/18/2012  
SRV 120448397 - 4949958 FILE

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
(A CORPORATION WITHOUT CAPITAL STOCK)**

The corporation, Surgery for the Poor, Inc.  
organized and existing under the laws of the State of Delaware, hereby certifies as  
follows:

(1) That at a meeting a vote of the members of the governing body was taken  
for and against the amendment to the Certificate of Incorporation, said Amendment being  
as follows: ~~see attached amended Article First amending the~~  
~~name of the corporation and Article Third amending~~  
~~the purpose of the corporation.~~

(2) That said amendment was duly adopted in accordance with the provisions of  
Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be  
signed this 13 day of April, A.D. 2012.

By:   
Authorized Officer

Name: BRIAN MULLANEY  
Print or Type

WON-EX 0099



**Articles of Amendment  
Articles of Incorporation  
Surgery for the Poor, Inc.  
p.2**

Articles First and Third of the Articles of Incorporation are hereby amended as follows:

**FIRST:** The name of the Corporation is WonderWork, Inc.

**THIRD:** The Corporation shall be operated exclusively for charitable and educational purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended ("the Code"): The purposes for which the Corporation is formed are to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries, suffering from disease, illness, or disability, including but not necessarily limited to blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as to educate doctors and the public on potential treatments and surgical techniques, and creating general awareness of these disabilities and available treatments.

The Corporation shall be a nonprofit corporation and may engage in all lawful activities for which nonprofit corporations may be organized under the General Corporation Law of Delaware and shall further be authorized to engage in other charitable and educational activities consistent with an organization exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code, including provision of assistance and funds to other § 501(c)(3) organizations.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable and educational purposes, and engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

PAGE 1



# State of Delaware

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 898  
DOVER, DELAWARE 19903

120448397

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04-26-2012

COPILEVITZ & CANTER, LLC.  
310 W. 20TH STREET  
STE 300  
KANSAS CITY  
ATTN: DYANE STINE

MO 64108

DESCRIPTION	AMOUNT
WONDERWORK, INC.	
4949958 0240 Amendment; Domestic	
Receiving/Indexing	115.00
Data Entry Fee	5.00
Court Municipality Fee, Wilm.	20.00
Surcharge Assessment-New Castle	6.00
Page Assessment-New Castle Count	27.00
FILING TOTAL	173.00
TOTAL PAYMENTS	253.00
CHARGED TO ACCOUNT	80.00CR

WON-EX 0101



**WONDERWORK, INC.**

Financial Statements

June 30, 2012

(With Independent Auditors' Report Thereon)

WON-EX 0102



KPMG LLP  
345 Park Avenue  
New York, NY 10154-0102

### Independent Auditors' Report

The Board of Directors  
WonderWork, Inc.:

We have audited the accompanying balance sheet of WonderWork, Inc. (WonderWork) as of June 30, 2012, and the related statements of activities, functional expenses, and cash flows for the year then ended. These financial statements are the responsibility of WonderWork's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of WonderWork, Inc. as of June 30, 2012, and the changes in its net assets and its cash flows for the year then ended in conformity with U.S. generally accepted accounting principles.

**KPMG LLP**

April 15, 2013

KPMG LLP is a Delaware limited liability partnership,  
the U.S. member firm of KPMG International Cooperative  
("KPMG International"), a Swiss entity.

WON-EX 0103

**WONDERWORK, INC.**

**Balance Sheet**

**June 30, 2012**

**Assets**

Cash and cash equivalents	\$	818,242
Contributions receivable (note 3)		769,451
Prepaid expenses and other assets		45,625
Investments (note 4)		5,391,576
Property and equipment, net		<u>13,604</u>
Total assets	\$	<u>7,038,498</u>

**Liabilities and Net Assets**

Liabilities:		
Accounts payable and accrued expenses	\$	70,061
Grants and other amounts payable to to Help Me See (note 7)		<u>733,000</u>
Total liabilities		<u>803,061</u>
Commitments (note 5)		
Net assets:		
Unrestricted		5,465,750
Temporarily restricted (note 6)		<u>769,687</u>
Total net assets		<u>6,235,437</u>
Total liabilities and net assets	\$	<u>7,038,498</u>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
Statement of Activities  
Year ended June 30, 2012

Change in unrestricted net assets:	
Contributions and revenues:	
Contributions	\$ 7,109,303
Service fees (note 7)	1,333,667
Investment loss	(112,676)
Total contributions and revenues	<u>8,330,294</u>
Expenses:	
Program- surgical treatments	2,297,070
Management and general	114,451
Fundraising	321,738
Total expenses	<u>2,733,259</u>
Increase in unrestricted net assets	<u>5,597,035</u>
Change in temporarily restricted net assets:	
Contributions	<u>769,687</u>
Increase in temporarily restricted net assets	<u>769,687</u>
Increase in net assets	6,366,722
Net assets (deficit) at beginning of year	(131,285)
Net assets at end of year	<u>\$ 6,235,437</u>

See accompanying notes to financial statements.

WONDERWORK, INC.  
Statement of Functional Expenses  
Year ended June 30, 2012

	Program services	Management and general	Supporting services		Total
			Fund-raising	Subtotal	
Grants	\$ 789,800	—	—	—	789,800
Salaries and related expenses	1,020,640	90,230	130,049	220,279	1,240,919
Professional and consulting fees	179,164	7,871	11,345	19,216	198,380
Occupancy	105,498	9,327	13,442	22,769	128,267
Office supplies and services	64,420	5,694	8,208	13,902	78,322
Printing, publications and postage	8,721	—	154,735	154,735	163,456
Depreciation	2,714	240	346	586	3,300
Travel and other miscellaneous	126,113	1,089	3,613	4,702	130,815
Total expenses	\$ 2,297,070	114,451	321,738	436,189	2,733,259

See accompanying notes to the financial statements.

**WONDERWORK, INC.**

Statement of Cash Flows

Year ended June 30, 2012

Cash flows from operating activities:	
Change in net assets	\$ 6,366,722
Adjustments to reconcile change in net assets to net cash provided by operating activities:	
Depreciation and amortization	3,300
Net realized and unrealized loss on investments	112,676
Changes in operating assets and liabilities:	
Contributions receivables	(769,451)
Prepaid expenses and other assets	(45,625)
Accounts payable and accrued expenses	63,355
Grants and other amounts payable to Help Me See	733,000
Net cash provided by operating activities	<u>6,463,977</u>
Cash flows from investing activities:	
Purchases of investments	(5,504,252)
Purchases of property and equipment	(16,904)
Net cash used in investing activities	<u>(5,521,156)</u>
Cash flows from financing activities:	
Loans from officer	205,000
Repayments of officer loans	(331,000)
Net cash used in financing activities	<u>(126,000)</u>
Net increase in cash and cash equivalents	816,821
Cash and cash equivalents, beginning of year	<u>1,421</u>
Cash and cash equivalents, end of year	<u>\$ 818,242</u>

See accompanying notes to financial statements.



**WONDERWORK, INC.**

**Notes to Financial Statements**

June 30, 2012

**(1) Description of Organization**

WonderWork, Inc. (the Organization or WonderWork) is a not-for-profit organization which was incorporated in 2011 to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries suffering from disease, illness, or disability, including, but not necessarily limited to, blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as to educate doctors and the public on potential treatments and surgical techniques, and creating general awareness of these disabilities and available treatments. Since the Organization was recently formed, many activities consisted of start-up related costs for the year ended June 30, 2012. In 2012, WonderWork changes its name from Surgery for the Poor, Inc. to WonderWork, Inc.

**(2) Summary of Significant Accounting Policies**

**(a) Basis of Presentation**

The Organization's financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. Net assets and the changes therein are classified and reported as follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions.

Temporarily Restricted – Net assets subject to donor-imposed restrictions that will be met by actions of the Organization and/or the passage of time.

Revenues are reported as increases in unrestricted net assets unless their use is limited by explicit donor-imposed restrictions or by law. Expenses are reported as decreases in net assets.

**(b) Fair Value**

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that a reporting entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2012

**(c) Accounting Estimates**

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies at the date of the financial statements and revenues and expenses recognized during the reporting period. Significant estimates made in the preparation of the financial statements include the net realizable value of contributions and functional expense allocations. Actual results could differ from those estimates.

**(d) Cash and Cash Equivalents**

The Organization considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents. The Organization maintains cash and cash equivalents in major financial institutions. Cash held by a financial institution that exceeds the Federal Deposit Insurance Corporation (FDIC) limits exposes the Organization to a concentration of credit risk.

**(e) Investments**

Investments are reported at fair value based upon quoted market prices.

**(f) Contributions**

Contributions, including unconditional promises to give (pledges), are recognized as revenue upon receipt and are considered to be unrestricted unless they are received with donor stipulations that limit their use through either purpose or time restrictions. Contributions with donor stipulations that limit their use are considered to be temporarily restricted until the donor restrictions expire, that is, when a time restriction ends or purpose restriction is fulfilled. Upon the expiration of donor stipulations, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the accompanying statement of activities as net assets released from restrictions. Contributions expected to be received after one year are discounted at a risk-adjusted rate of return.

**(g) Loans from Officer**

The Organization received several start-up interest free loans from an officer of WonderWork. These loans were repaid in 2012.

**(h) Property and Equipment**

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed on the straight-line basis over the estimated useful lives of the assets ranging from 3 to 5 years. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful lives or the term of the lease.

**WONDERWORK, INC.**

**Notes to Financial Statements**

**June 30, 2012**

**(i) Income Taxes**

WonderWork recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Income generated from activities unrelated to the WonderWork's exempt purpose is subject to tax under Internal Revenue Code Section 511. WonderWork utilizes a threshold of more-likely-than-not for recognition and derecognition of tax positions taken or expected to be taken in a tax return. WonderWork did not recognize any unrelated business income tax liability for the year ended June 30, 2012.

**(3) Contributions and Contributions Receivable**

Contributions receivable are scheduled to be collected as follows at June 30, 2012:

Amount due in one year or less	\$	200,000
Amount due in 2 to 5 years		597,046
Less: discount to present value at 2.4%		(27,595)
	\$	<u>769,451</u>

Contributions receivable is from one donor at June 30, 2012. Approximately 90% of contributions were received from three donors in 2012.

**(4) Investments**

The following presents the Organization's investments measured at fair value as of June 30, 2012. These all represent Level 1 investments in the fair value hierarchy.

Vanguard total world stock	\$	5,177,412
Vanguard all world stock excluding US		158,224
Vanguard-other		53,511
Common stocks - domestic		2,101
Money market fund		<u>328</u>
Total investments	\$	<u>5,391,576</u>

**(5) Commitments**

The Organization has a lease agreement for the rental of its office in New York. Approximate minimum annual rentals related to this lease is as follows for the year ended subsequent to June 30, 2012:

2013	\$	182,500
2014		182,500
2015		182,500
2016		<u>136,875</u>
	\$	<u>684,375</u>

Rent expense for the year ended June 30, 2012 amounted to approximately \$128,000.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2012

**(6) Temporarily Restricted Net Assets**

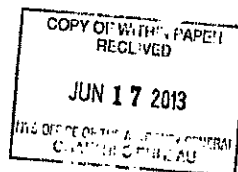
Temporarily restricted net assets are primarily time restricted at June 30, 2012.

**(7) Payable to Help Me See**

In August 2011, WonderWork entered into an agreement to provide services to Help Me See, another not-for-profit, with a similar mission to assist them in programmatic, fundraising, and administrative efforts. In exchange for these services, WonderWork is to receive \$166,667 per month. In addition, the agreement requires WonderWork to transfer \$2 million to Help Me See at the termination of the agreement on September 1, 2016 and provide an annual grant to Help Me See equal to the amount of largest grant WonderWork made from unrestricted funds in that year. If the agreement terminates early, the \$2 million grant is required to be prorated over the contract period. Help Me See informed WonderWork of its intention to terminate the agreement. Currently, Help Me See and WonderWork are in arbitration regarding the termination clause in the agreement.

**(8) Subsequent Events**

In connection with the preparation of the financial statements, the Organization evaluated subsequent events after the balance sheet date of June 30, 2012 through April 15, 2013 which was the date the financial statements were available to be issued and determined that there were no additional matters that are required to be disclosed.



# COPILEVITZ & CANTER, LLC

ATTORNEYS AT LAW

310 W. 20TH STREET  
SUITE 300  
KANSAS CITY, MISSOURI 64108  
(816) 472-9000 • FAX (816) 472-5000

June 12, 2013

NYS Department of Law  
Office of the Attorney General  
Charities Bureau - Registration Section  
120 Broadway  
New York, NY 10271

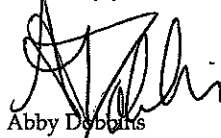
Re: **WonderWork, Inc.**  
Registration No.: **43-28-70**

To Whom It May Concern:

Enclosed please find the above-referenced organization's completed CHAR 500 Annual Filing and the \$275 filing fee. Accompanying this renewal form, you will also find the IRS Form 990 and Financial Audit for the fiscal year ended June 30, 2012.

Should you have any questions, or require additional information, please contact me.

Very truly yours,



Abby Dobbins  
Paralegal  
For the Firm  
[adobbins@cckc-law.com](mailto:adobbins@cckc-law.com)

Enclosures

FUCHS  
EXHIBIT 6

275

Form <b>CHAR500</b> <small>This form used for Article 7-A, EPTL and dual filers (replaces forms CHAR 487, CHAR 610 and CHAR 906)</small>	<b>Annual Filing for Charitable Organizations</b> New York State Department of Law (Office of the Attorney General) Charities Bureau - Registration Section 120 Broadway New York, NY 10271 <a href="http://www.charitiesnys.com">http://www.charitiesnys.com</a>	<b>2012</b>  <b>Open to Public Inspection</b>
---	--	---

**1. General Information**

a. For the fiscal year beginning (mm/dd/yyyy) 07/01/2012 and ending (mm/dd/yyyy) 06/30/2013

b. Check if applicable for NYS: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial filing <input type="checkbox"/> Final filing <input type="checkbox"/> Amended filing <input type="checkbox"/> NY registration pending	c. Name of organization <b>WONDERWORK, INC.</b> Number and street (or P.O. box if mail not delivered to street address) Room/suite <b>420 5TH AVENUE, 27TH F/L</b> City or town, state or country and zip + 4 <b>NEW YORK, NY 10018</b>	d. Fed. employer ID no. (EIN) (#-####) <b>27-4159217</b> e. NY State registration no. (#-##-##) <b>43-28-70</b> f. Telephone number <b>(212) 729-1855</b> g. Email
---	--	--

**2. Certification - Two Signatures Required**

We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

a. President or Authorized Officer	Signature: <u>[Signature]</u> Printed Name: <u>BRIAN MULLAWAY</u> Title: <u>CEO</u> Date: <u>8/6/14</u>
b. Chief Financial Officer or Treas.	Signature: <u>[Signature]</u> Printed Name: <u>HANA LUCITS</u> Title: <u>CFO</u> Date: <u>8/6/14</u>

**3. Annual Report Exemption Information**

a. Article 7-A annual report exemption (Article 7-A registrants and dual registrants)  
 Check ☐ if total contributions from NY State (including residents, foundations, corporations, government agencies, etc.) did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during this fiscal year.  
 NOTE: An organization may claim this exemption if no PFR or FRC was used and either: 1) it received an allocation from a federated fund, United Way or Incorporated community appeal and contributions from other sources did not exceed \$25,000 or 2) it received all or substantially all of its contributions from one government agency to which it submitted an annual report similar to that required by Article 7-A.

b. EPTL annual report exemption (EPTL registrants and dual registrants)  
 Check ☐ if gross receipts did not exceed \$25,000 and assets (market value) did not exceed \$25,000 at any time during this fiscal year.

For EPTL or Article 7-A registrants claiming the annual report exemption under the one law under which they are registered and for dual registrants claiming the annual report exemptions under both laws, simply complete part 1 (General Information), part 2 (Certification) and part 3 (Annual Report Exemption Information) above.  
 Do not submit a fee, do not complete the following schedules and do not submit any attachments to this form.

**4. Article 7-A Schedules**

If you did not check the Article 7-A annual report exemption above, complete the following for this fiscal year:

a. Did the organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? . . . ☒ Yes\* ☐ No  
 \* If "Yes", complete Schedule 4a.

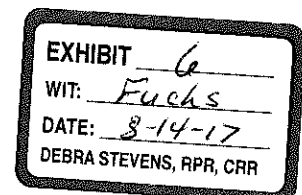
b. Did the organization receive government contributions (grants)? . . . ☐ Yes\* ☒ No  
 \* If "Yes", complete Schedule 4b.

**5. Fee Submitted: See last page for summary of fee requirements.**

Indicate the filing fee(s) you are submitting along with this form:	
a. Article 7-A filing fee . . . . .	\$ 25.00
b. EPTL filing fee . . . . .	\$ 250.00
c. Total fee . . . . .	\$ 275.00

Submit only one check or money order for the total fee, payable to "NYS Department of Law"

**6. Attachments -** For organizations that are not claiming annual report exemptions under both laws, see last page for required attachments → → →



Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsels (FRC), Commercial Co-Venturers (CCV)	
If you checked the box in question 4.a. on page 1, complete the following schedule for each PFR, FRC or CCV that the organization engaged for fund raising activity in NY State:	
1. Type of fund raising professional (FRP):	
Professional fund raiser .....	<input checked="checked" type="checkbox"/>
Fund raising counsel .....	<input type="checkbox"/>
Commercial co-venturer .....	<input type="checkbox"/>
2. Name of FRP:	
NNE MARKETING	
Number and street (or P.O. box if mail is not delivered to street address):	
754 Massachusetts Ave	
City or town, state or country and zip + 4:	
Arlington, MA 02476	
3. FRP telephone number:	
(781) 777-1951	
4. Services provided by FRP (provide description):	
Refine and develop the strategic program direction for direct mail.	
Recommend creative and audience tests.	
Develop creative product for the direct marketing program.	
Manage production house relationship.	
Manage the relationship with list broker.	
5. Compensation arrangement with FRP (provide description):	
NNE was paid \$32,000 per month for February - June 2013 (5 months).	
6. Dates of contract ..... 02/01/2013 through 08/28/2013	
(mm/dd/yyyy) (mm/dd/yyyy)	
7. Amount paid to FRP ..... \$ 160,000.00	
8. If services were provided by a CCV, did the CCV provide the charitable organization with the interim report(s) required by §§ 173-a. 3 of the Executive Law?	



## 5. Fee Instructions

The filing fee depends on the organization's Registration Type. For details on Registration Type and filing fees, see the Instructions for Form CHAR500.

Organization's Registration Type	Fee Instructions
----------------------------------	------------------

- |               |   |
|---------------|---|
| • Article 7-A | Calculate the Article 7-A filing fee using the table in part a below. The EPTL filing fee is \$0.   |
| • EPTL        | Calculate the EPTL filing fee using the table in part b below. The Article 7-A filing fee is \$0.   |
| • Dual        | Calculate both the Article 7-A and EPTL filing fees using the tables in parts a and b below. Add the Article 7-A and EPTL filing fees together to calculate the total fee. Submit a <u>single</u> check or money order for the total fee. |

a) Article 7-A filing fee

Total Support & Revenue	Article 7-A Fee
more than \$250,000	\$25
up to \$250,000 *	\$10

\* Any organization that contracted with or used the services of a professional fund raiser (PFR) or fund raising counsel (FRC) during the reporting period must pay an Article 7-A filing fee of \$25, regardless of total support and revenue.

b) EPTL filing fee

Net Worth at End of Year	EPTL Fee
Less than \$50,000	\$25
\$50,000 or more, but less than \$250,000	\$50
\$250,000 or more, but less than \$1,000,000	\$100
\$1,000,000 or more, but less than \$10,000,000	\$250
\$10,000,000 or more, but less than \$50,000,000	\$750
\$50,000,000 or more	\$1500

## 6. Attachments - Document Attachment Check-List

Check the boxes for the documents you are attaching.

For All Filers

Filing Fee

☒ Single check or money order payable to "NYS Department of Law"

Copies of Internal Revenue Service Forms

<input checked="" type="checkbox"/> IRS Form 990	<input type="checkbox"/> IRS Form 990-EZ	<input type="checkbox"/> IRS Form 990-PF
<input checked="" type="checkbox"/> All required schedules (including Schedule B)	<input type="checkbox"/> All required schedules (including Schedule B)	<input type="checkbox"/> All required schedules (including Schedule B)
<input type="checkbox"/> IRS Form 990-T	<input type="checkbox"/> IRS Form 990-T	<input type="checkbox"/> IRS Form 990-T

Additional Article 7-A Document Attachment Requirement

Independent Accountant's Report

☒ Audit Report (total support & revenue more than \$250,000)  
☐ Review Report (total support & revenue \$100,001 to \$250,000)  
☐ No Accountant's Report Required (total support & revenue not more than \$100,000)

Form **990**Department of the Treasury  
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No. 1545-0047

**2012**Open to Public  
Inspection**A** For the 2012 calendar year, or tax year beginning

07/01, 2012, and ending

06/30, 2013

**B** Check if applicable:

- ☐ Address change  
☐ Name change  
☐ Initial return  
☐ Terminated  
☐ Amended return  
☐ Application pending

**C** Name of organization

WONDERWORK, INC.

## Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

Room/suite

420 5TH AVENUE, 27TH FLOOR

City, town or post office, state, and ZIP code

NEW YORK, NY 10018

**F** Name and address of principal officer: BRIAN MULLANEY

420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018

**D** Employer identification number

27-4159217

**E** Telephone number

(212) 729-1855

**G** Gross receipts \$ 7,698,619.**H(a)** Is this a group return for affiliates? ☐ Yes ☒ No**H(b)** Are all affiliates included? ☐ Yes ☒ No

If "No," attach a list. (see instructions)

**H(c)** Group exemption number ▶**I** Tax-exempt status:☒ 501(c)(3)☐ 501(c)( )☐ (insert no.)☐ 4947(e)(1) or☐ 527**J** Website: ▶ WWW.WONDERWORK.ORG**K** Form of organization:☒ Corporation☐ Trust☐ Association☐ Other ▶**L** Year of formation: 2011**M** State of legal domicile: DE**Part I Summary**

<b>Activities &amp; Governance</b>	<b>1</b> Briefly describe the organization's mission or most significant activities: PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING FROM DISEASE, ILLNESS, OR DISABILITY.		
	<b>2</b> Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.		
	<b>3</b> Number of voting members of the governing body (Part VI, line 1a)	3	4
	<b>4</b> Number of independent voting members of the governing body (Part VI, line 1b)	4	3
	<b>5</b> Total number of individuals employed in calendar year 2012 (Part V, line 2a)	5	8
	<b>6</b> Total number of volunteers (estimate if necessary)	8	2
	<b>7a</b> Total unrelated business revenue from Part VIII, column (C), line 12	7a	0
	<b>b</b> Net unrelated business taxable income from Form 990-T, line 34	7b	0
<b>Revenue</b>	<b>8</b> Contributions and grants (Part VIII, line 1h)	Prior Year 7,878,990.	Current Year 7,446,172.
	<b>9</b> Program service revenue (Part VIII, line 2g)	1,333,667.	0
	<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	2,011.	146,128.
	<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0	0
	<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	9,214,668.	7,592,300.
<b>Expenses</b>	<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	789,800.	1,327,500.
	<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0	0
	<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,240,919.	1,369,968.
	<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11e)	0	0
	<b>b</b> Total fundraising expenses (Part IX, column (D), line 25) ▶	4,785,598.	
	<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	702,540.	9,137,776.
	<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	2,733,259.	12,835,244.
	<b>19</b> Revenue less expenses. Subtract line 18 from line 12.	6,481,409.	-4,242,944.
<b>Net Assets or Fund Balances</b>	<b>20</b> Total assets (Part X, line 16)	Beginning of Current Year 7,038,498.	End of Year 8,357,225.
	<b>21</b> Total liabilities (Part X, line 28)	803,061.	5,628,863.
	<b>22</b> Net assets or fund balances. Subtract line 21 from line 20.	6,235,437.	2,728,362.

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here** ▶ Signature of officer *Brian Mullaney* Date 5/6/14  
Type or print name and title *BRIAN MULLANEY CEO*

**Paid Preparer Use Only** Print/Type preparer's name Devin L. Duncan Preparer's signature *devin duncan* Date 4/14/14 Check ☐ If self-employed PTIN P01249521  
Firm's name ▶ KPMG LLP Firm's EIN ▶ 13-5565207  
Firm's address ▶ 345 PARK AVENUE NEW YORK, NY 10154-0102 Phone no. 212-758-9700

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form **990** (2012)

JSA 2E1010 1.000

4099FL 2231 4/28/2014 4:38:52 PM V 12-7.12

2910316

PAGE 1

WON-EX 0116

Form **8868**

(Rev. January 2013)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

<b>Type or print</b> File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	WONDERWORK, INC.	27-4159217
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	420 5TH AVENUE, 27TH F/L	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ HANA FUCHS

Telephone No. ▶ 212-729-1855

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box ☐ . . . . . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 2/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☐ calendar year 20 or
- ▶ ☒ tax year beginning 07/01, 20 12, and ending 06/30, 20 13.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2013)

JSA

2F8054 2.000

WON-EX 0117

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box. ☒ **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number, see instructions. Employer identification number (EIN) or
	WONDERWORK, INC.	27-4159217
	Number, street, and room or suite no. If a P.O. box, see instructions. 420 5TH AVENUE, 27TH F/L	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 1**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of **HANA FUCHS**  
Telephone No. **212-729-1855 x 103** Fax No. **212-729-4541**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **May 15**, 20 **14**.
- For calendar year **2013**, or other tax year beginning **July 1**, 20 **12**, and ending **June 30**, 20 **13**.
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period
- State in detail why you need the extension **Additional time is needed to prepare a complete and accurate form.**

<b>8a</b> If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>8a \$</b>
<b>b</b> If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b \$</b>
<b>c</b> Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c \$</b>

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **[Signature]** Title **Paid Preparer** Date **2/3/14**

Form 8868 (Rev. 1-2014)

**Part III Statement of Program Service Accomplishments**Check if Schedule O contains a response to any question in this Part III ☒**1** Briefly describe the organization's mission:

PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND  
ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING  
FROM DISEASE, ILLNESS, OR DISABILITY. FOR MORE INFORMATION, SEE  
SCHEDULE O.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No  
If "Yes," describe these new services on Schedule O.**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☒ Yes ☐ No  
If "Yes," describe these changes on Schedule O.**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code: ) (Expenses \$ 6,522,235, including grants of \$ 1,327,500. ) (Revenue \$ 0. )

WONDERWORK EMPOWERS AND PARTNERS WITH LOCAL SURGEONS, HOSPITALS,  
AND CHARITABLE ORGANIZATIONS ENGAGED IN THE DELIVERY OF  
LIFE-CHANGING SURGERY AND RELATED CARE BY PROVIDING TRAINING AND  
EDUCATION, FINANCIAL SUPPORT AND EQUIPMENT. WONDERWORK ALSO  
EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL  
CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH  
DISABILITIES.

**4b** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4c** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4d** Other program services (Describe in Schedule O.)

(Expenses \$ Including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses ▶ 6,522,235.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .	<input checked="" type="checkbox"/>	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? . . . . .	<input checked="" type="checkbox"/>	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .		<input checked="" type="checkbox"/>
4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II . . . . .		<input checked="" type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III . . . . .		<input checked="" type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I . . . . .		<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . .		<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III . . . . .		<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV . . . . .		<input checked="" type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V . . . . .		<input checked="" type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI . . . . .	<input checked="" type="checkbox"/>	
b Did the organization report an amount for investments-other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . .		<input checked="" type="checkbox"/>
c Did the organization report an amount for investments-program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII . . . . .		<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX . . . . .		<input checked="" type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X . . . . .		<input checked="" type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X . . . . .	<input checked="" type="checkbox"/>	
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII . . . . .	<input checked="" type="checkbox"/>	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional . . . . .		<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .		<input checked="" type="checkbox"/>
14 a Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<input checked="" type="checkbox"/>	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV . . . . .		<input checked="" type="checkbox"/>
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? If "Yes," complete Schedule F, Parts II and IV . . . . .	<input checked="" type="checkbox"/>	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? If "Yes," complete Schedule F, Parts III and IV . . . . .		<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) . . . . .	<input checked="" type="checkbox"/>	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .		<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III . . . . .		<input checked="" type="checkbox"/>
20 a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . . .		<input checked="" type="checkbox"/>
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .		<input checked="" type="checkbox"/>

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WON-EX 0120

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II. . . . .	21	X
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III. . . . .	22	X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J. . . . .	23	X
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25. . . . .	24a	X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .	24b	
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .	24c	
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .	24d	
25 a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I. . . . .	25a	X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I. . . . .	25b	X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highly compensated employee, or disqualified person outstanding as of the end of the organization's tax year? If "Yes," complete Schedule L, Part II. . . . .	26	X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III. . . . .	27	X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV. . . . .	28a	X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV. . . . .	28b	X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV. . . . .	28c	X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M. . . . .	29	X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M. . . . .	30	X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I. . . . .	31	X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II. . . . .	32	X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I. . . . .	33	X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1. . . . .	34	X
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .	35a	X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2. . . . .	35b	
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2. . . . .	36	X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI. . . . .	37	X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O. . . . .	38	X

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WON-EX 0121

**Part V** Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response to any question in this Part V. ☐

	Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable. . . . .	1a	7
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable. . . . .	1b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners? . . . . .	1c	X
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return . . . . .	2a	8
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? . . . . .	2b	X
Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions). . . . .		
3a Did the organization have unrelated business gross income of \$1,000 or more during the year? . . . . .	3a	X
b If "Yes," has it filed a Form 990-T for this year? If "No," provide an explanation in Schedule O . . . . .	3b	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)? . . . . .	4a	X
b If "Yes," enter the name of the foreign country: ▶ See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. . . . .	5a	X
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year? . . . . .	5b	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? . . . . .	5c	
c If "Yes" to line 5a or 5b, did the organization file Form 8866-T? . . . . .	6a	X
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions? . . . . .	6b	
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? . . . . .	7a	X
7 Organizations that may receive deductible contributions under section 170(c). . . . .	7b	
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor? . . . . .	7c	X
b If "Yes," did the organization notify the donor of the value of the goods or services provided? . . . . .	7d	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282? . . . . .	7e	X
d If "Yes," indicate the number of Forms 8282 filed during the year . . . . .	7f	X
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	7g	
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .	7h	
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8699 as required? . . . . .	8	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C? . . . . .	9a	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year? . . . . .	9b	
9 Sponsoring organizations maintaining donor advised funds. . . . .	10a	
a Did the organization make any taxable distributions under section 4966? . . . . .	10b	
b Did the organization make a distribution to a donor, donor advisor, or related person? . . . . .	11a	
10 Section 501(c)(7) organizations. Enter: . . . . .	11b	
a Initiation fees and capital contributions included on Part VIII, line 12 . . . . .	12a	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities . . . . .	12b	
11 Section 501(c)(12) organizations. Enter: . . . . .	13a	
a Gross income from members or shareholders . . . . .	13b	
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.) . . . . .	13c	
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041? . . . . .	14a	X
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year . . . . .	14b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers. . . . .		
a Is the organization licensed to issue qualified health plans in more than one state? . . . . .		
Note. See the instructions for additional information the organization must report on Schedule O. . . . .		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans . . . . .		
c Enter the amount of reserves on hand . . . . .		
14a Did the organization receive any payments for indoor tanning services during the tax year? . . . . .		
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O . . . . .		



**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.Check if Schedule O contains a response to any question in this Part VI. ☒ X**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year. . . . .	4	
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O. . . . .		
b Enter the number of voting members included in line 1a, above, who are independent . . . . .	3	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? . . . . .		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? . . . . .		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets? . . . . .		X
6 Did the organization have members or stockholders? . . . . .		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? . . . . .		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? . . . . .		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body? . . . . .	X	
b Each committee with authority to act on behalf of the governing body? . . . . .	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .		X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates? . . . . .		X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? . . . . .		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? . . . . .	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990. . . . .		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .	X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done . . . . .	X	
13 Did the organization have a written whistleblower policy? . . . . .	X	
14 Did the organization have a written document retention and destruction policy? . . . . .	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official . . . . .	X	
b Other officers or key employees of the organization . . . . .	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions). . . . .		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .		X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .		

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed ► **ATTACHMENT 1**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
☒ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: ► HANA FUCHS 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018 212-729-1855

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WON-EX 0123

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response to any question in this Part VII ☒ X**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See Instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) BRIAN MULLANEY CO-FOUNDER, PRESIDENT AND CEO	40.00	X		X				475,000.	0	23,277.
(2) THEODORE DYSART SECRETARY/TREASURER	1.00	X						0	0	0
(3) RAVI KANT DIRECTOR	1.00	X						0	0	0
(4) JJ CONEYS AUDIT COMMITTEE CHAIR	1.00	X						0	0	0
(5) HANA FUCHS CFO	40.00		X					200,000.	0	8,198.
(6) KAREN LAZARUS DIRECTOR OF STRATEGIC PROJECTS	40.00					X		121,500.	0	16,379.
(7) BARBARA SCHULMAN DIRECTOR MANAGER	40.00					X		140,000.	0	6,523.
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

[illegible]

3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual . . . . .

4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual . . . . .

5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person . . . . .

	Yes	No
3		X
4	X	
5		X

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 2		
2 Total number of Independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization 1		

PAGE 8

WON-EX 0125

**Part VIII** **Statement of Revenue**Check if Schedule O contains a response to any question in this Part VIII. ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512, 513, or 514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	1a	Federated campaigns . . . . . 1a				
	b	Membership dues . . . . . 1b				
	c	Fundraising events . . . . . 1c				
	d	Related organizations . . . . . 1d				
	e	Government grants (contributions) . . 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above . 1f 7,446,172.				
	g	Noncash contributions included in lines 1a-1f: \$				
	h	<b>Total. Add lines 1a-1f . . . . .</b>	7,446,172.			
<b>Program Service Revenue</b>	2a	Business Code				
	b					
	c					
	d					
	e					
	f	All other program service revenue . . . . .				
	g	<b>Total. Add lines 2a-2f . . . . .</b>	0			
	<b>Other Revenue</b>	3	Investment income (including dividends, interest, and other similar amounts) . . . . .	41,243.		
4		Income from investment of tax-exempt bond proceeds . . . . .	0			
5		Royalties . . . . .	0			
6a		Gross rents . . . . . (i) Real (ii) Personal				
b		Less: rental expenses . . . . .				
c		Rental income or (loss) . . . . .				
d		Net rental income or (loss) . . . . .	0			
7a		Gross amount from sales of assets other than inventory . . . . . (i) Securities (ii) Other 211,204.				
b		Less: cost or other basis and sales expenses . . . . . 106,319.				
c		Gain or (loss) . . . . . 104,885.				
d		Net gain or (loss) . . . . .	104,885.			104,885.
8a		Gross income from fundraising events (not including \$ of contributions reported on line 1c). See Part IV, line 18 . . . . . a				
b		Less: direct expenses . . . . . b				
c		Net income or (loss) from fundraising events . . . . .	0			
9a		Gross income from gaming activities. See Part IV, line 19 . . . . . a				
b		Less: direct expenses . . . . . b				
c		Net income or (loss) from gaming activities . . . . .	0			
10a		Gross sales of inventory, less returns and allowances . . . . . a				
b	Less: cost of goods sold . . . . . b					
c	Net income or (loss) from sales of inventory . . . . .	0				
<b>Miscellaneous Revenue</b>		<b>Business Code</b>				
11a						
b						
c						
d	All other revenue . . . . .					
e	<b>Total. Add lines 11a-11d . . . . .</b>	0				
12	<b>Total revenue. See instructions . . . . .</b>	7,522,300.			146,128.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX ☐**Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.**

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	785,000.	785,000.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	542,500.	542,500.		
4 Benefits paid to or for members.	0			
5 Compensation of current officers, directors, trustees, and key employees.	705,251.	564,201.	51,717.	89,333.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7 Other salaries and wages.	516,196.	258,557.	81,216.	176,423.
8 Pension plan accruals and contributions (Include section 401(k) and 403(b) employer contributions).	0			
9 Other employee benefits.	87,979.	54,558.	11,103.	22,318.
10 Payroll taxes.	60,542.	40,563.	6,660.	13,319.
11 Fees for services (non-employees):				
a Management.	0			
b Legal.	351,944.	119,661.	175,972.	56,311.
c Accounting.	46,570.	15,834.	23,285.	7,451.
d Lobbying.	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees.	0			
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.)	319,706.	108,700.	159,853.	51,153.
12 Advertising and promotion.	35,830.	16,123.		19,707.
13 Office expenses.	7,964,650.	3,638,361.	7,060.	4,319,229.
14 Information technology.	17,736.	15,272.	650.	1,814.
15 Royalties.	0			
16 Occupancy.	199,999.	172,223.	7,325.	20,451.
17 Travel.	182,410.	175,114.	1,824.	5,472.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19 Conferences, conventions, and meetings.	0			
20 Interest.	0			
21 Payments to affiliates.	0			
22 Depreciation, depletion, and amortization.	12,659.	10,901.	464.	1,294.
23 Insurance.	6,272.	4,667.	282.	1,323.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a				
b				
c				
d				
e All other expenses.				
25 Total functional expenses. Add lines 1 through 24e.	11,835,244.	6,522,235.	527,411.	4,785,598.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input checked="" type="checkbox"/> if following SOP 98-2 (ASC 958-720).	7,864,436.	3,538,996.		4,325,440.

**Part X Balance Sheet**

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year
<b>Assets</b>	1 Cash - non-interest-bearing	7,124.	1	191,061.
	2 Savings and temporary cash investments	811,118.	2	987,168.
	3 Pledges and grants receivable, net	769,451.	3	570,156.
	4 Accounts receivable, net	0	4	0
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	45,625.	9	45,625.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 147,548.		
	b Less: accumulated depreciation	10b 15,958.	13,604.	10c 131,590.
	11 Investments - publicly traded securities	5,391,576.	11	6,431,625.
	12 Investments - other securities. See Part IV, line 11.	0	12	0
	13 Investments - program-related. See Part IV, line 11	0	13	0
	14 Intangible assets	0	14	0
15 Other assets. See Part IV, line 11	0	15	0	
16 <b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	7,038,498.	16	8,357,225.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	70,061.	17	1,236,660.
	18 Grants payable	733,000.	18	733,000.
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	22	0
	23 Secured mortgages and notes payable to unrelated third parties	0	23	1,159,203.
	24 Unsecured notes and loans payable to unrelated third parties	0	24	2,500,000.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0	25	0
	26 <b>Total liabilities.</b> Add lines 17 through 25	803,061.	26	5,628,863.
<b>Net Assets or Fund Balances</b>	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	5,455,750.	27	873,356.
	28 Temporarily restricted net assets	769,687.	28	1,855,006.
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds	6,235,437.	32	2,728,362.
33 <b>Total net assets or fund balances</b>	7,038,498.	33	8,357,225.	
34 <b>Total liabilities and net assets/fund balances.</b>		34		

Form 990 (2012)

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response to any question in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	7,592,300.
2	Total expenses (must equal Part IX, column (A), line 25)	2	11,835,244.
3	Revenue less expenses. Subtract line 2 from line 1	3	-4,242,944.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	6,235,437.
5	Net unrealized gains (losses) on investments	5	735,869.
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	2,728,362.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response to any question in this Part XII ☐

- 1 Accounting method used to prepare the Form 990: ☐ Cash ☒ Accrual ☐ Other  
If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.
- 2a Were the organization's financial statements compiled or reviewed by an independent accountant? ☐ Yes ☒ No  
If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:  
☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- b Were the organization's financial statements audited by an independent accountant? ☐ Yes ☒ No  
If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:  
☒ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis
- c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? ☐ Yes ☒ No  
If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.
- 3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? ☐ Yes ☒ No
- b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
1		
2a		X
2b	X	
2c	X	
3a		X
3b		

Form 990 (2012)

**SCHEDULE A**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Name of the organization  
WONDERWORK, INC.

Employer identification number  
27-4159217

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vii). (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a ☐ Type I b ☐ Type II c ☐ Type III-Functionally integrated d ☐ Type III-Non-functionally integrated
  - e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
  - f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box ☐
  - g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	<input type="checkbox"/>	<input type="checkbox"/>
(ii) A family member of a person described in (i) above?	<input type="checkbox"/>	<input type="checkbox"/>
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	<input type="checkbox"/>	<input type="checkbox"/>
  - h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
<b>Total</b>									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2012



**Part II** **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	0	0	50,767.	7,878,990.	7,446,172.	15,375,929.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
4 Total. Add lines 1 through 3 . . . . .			50,767.	7,878,990.	7,446,172.	15,375,929.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . . . .						8,084,699.
6 Public support. Subtract line 5 from line 4.						7,291,039.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4 . . . . .			50,767.	7,878,990.	7,446,172.	15,375,929.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .			6.	1,314.	43,243.	42,563.
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						0
11 Total support. Add lines 7 through 10 . . . . .						15,418,492.
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	1,333,667.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .						<input checked="" type="checkbox"/> X

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	%
15 Public support percentage from 2011 Schedule A, Part II, line 14 . . . . .	15	%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .		<input type="checkbox"/>

Schedule A (Form 990 or 990-EZ) 2012

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.  
If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .						
3 Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
5 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
6 Total. Add lines 1 through 5 . . . . .						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . . .						
c Add lines 7a and 7b. . . . .						
8 Public support (Subtract line 7c from line 6.) . . . . .						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6 . . . . .						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .						
c Add lines 10a and 10b . . . . .						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						
13 Total support. (Add lines 9, 10c, 11, and 12.) . . . . .						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. . . . . <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f)). . . . .	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15. . . . .	16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f)). . . . .	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17 . . . . .	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐

WONDERWORK, INC.

27-4159217

Schedule A (Form 990 or 990-EZ) 2012

Page 4

**Part IV** **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

JSA

Schedule A (Form 990 or 990-EZ) 2012

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WON-EX 0133

**SCHEDULE D  
(Form 990)**

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Supplemental Financial Statements**

► Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
► Attach to Form 990. ► See separate instructions.

OMB No. 1545-0047

**2012**

**Open to Public  
Inspection**

Employer identification number

27-4159217

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year . . . . .		
2 Aggregate contributions to (during year) . . . . .		
3 Aggregate grants from (during year) . . . . .		
4 Aggregate value at end of year . . . . .		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? . . . . .		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? . . . . .		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements . . . . .	2a
b Total acreage restricted by conservation easements . . . . .	2b
c Number of conservation easements on a certified historic structure included in (a) . . . . .	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register . . . . .	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ► \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? . . . . . ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B) (i) and section 170(h)(4)(B)(ii)? . . . . . ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.** Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 . . . . . ► \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X . . . . . ► \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 . . . . . ► \$ \_\_\_\_\_

b Assets included in Form 990, Part X . . . . . ► \$ \_\_\_\_\_

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Schedule D (Form 990) 2012

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**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):

- a ☐ Public exhibition d ☐ Loan or exchange programs  
b ☐ Scholarly research e ☐ Other \_\_\_\_\_  
c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? ☐ Yes ☐ No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? ☐ Yes ☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII. ☐ Yes ☐ No

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment ☐ %

b Permanent endowment ☐ %

c Temporarily restricted endowment ☐ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) unrelated organizations ☐ Yes ☐ No

(ii) related organizations ☐ Yes ☐ No

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? ☐ Yes ☐ No

4 Describe in Part XIII the intended uses of the organization's endowment funds.

**Part VI Land, Buildings, and Equipment.** See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (Investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements		56,677.	1,667.	55,010.
d Equipment		45,950.	12,168.	33,782.
e Other		44,921.	2,123.	42,798.
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				131,590.

Schedule D (Form 990) 2012

**Part VII Investments - Other Securities.** See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives . . . . .		
(2) Closely-held equity interests . . . . .		
(3) Other . . . . .		
(A) . . . . .		
(B) . . . . .		
(C) . . . . .		
(D) . . . . .		
(E) . . . . .		
(F) . . . . .		
(G) . . . . .		
(H) . . . . .		
(I) . . . . .		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.)		

**Part VIII Investments - Program Related.** See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) . . . . .		
(2) . . . . .		
(3) . . . . .		
(4) . . . . .		
(5) . . . . .		
(6) . . . . .		
(7) . . . . .		
(8) . . . . .		
(9) . . . . .		
(10) . . . . .		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.)		

**Part IX Other Assets.** See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1) . . . . .	
(2) . . . . .	
(3) . . . . .	
(4) . . . . .	
(5) . . . . .	
(6) . . . . .	
(7) . . . . .	
(8) . . . . .	
(9) . . . . .	
(10) . . . . .	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

**Part X Other Liabilities.** See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes . . . . .	
(2) . . . . .	
(3) . . . . .	
(4) . . . . .	
(5) . . . . .	
(6) . . . . .	
(7) . . . . .	
(8) . . . . .	
(9) . . . . .	
(10) . . . . .	
(11) . . . . .	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII. ☒

**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return**

1	Total revenue, gains, and other support per audited financial statements	1	8,328,169.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	735,869.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	735,869.
3	Subtract line 2e from line 1	3	7,592,300.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	7,592,300.

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return**

1	Total expenses and losses per audited financial statements	1	11,835,244.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	
3	Subtract line 2e from line 1	3	11,835,244.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	11,835,244.

**Part XIII Supplemental Information**

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

**Part XIII** Supplemental Information (continued)

## UNCERTAIN TAX POSITIONS

FORM 990, SCHEDULE D, PART X, LINE 2

WONDERWORK RECOGNIZES THE EFFECT OF INCOME TAX POSITIONS ONLY IF THOSE POSITIONS ARE MORE LIKELY THAN NOT OF BEING SUSTAINED. INCOME GENERATED FROM ACTIVITIES UNRELATED TO WONDERWORK'S EXEMPT PURPOSE IS SUBJECT TO TAX UNDER INTERNAL REVENUE CODE SECTION 511. WONDERWORK UTILIZES A THRESHOLD OF MORE-LIKELY-THAN-NOT FOR RECOGNITION AND DERECOGNITION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. WONDERWORK DID NOT RECOGNIZE ANY UNRELATED BUSINESS INCOME FOR TAX LIABILITY FOR THE YEAR ENDED JUNE 30, 2013 AND 2012.

Schedule D (Form 990) 2012

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**SCHEDULE F  
(Form 990)**

**Statement of Activities Outside the United States**

OMB No. 1545-0047

**2012**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

► Complete if the organization answered "Yes" to Form 990,  
Part IV, line 14b, 15, or 16.

► Attach to Form 990. ► See separate instructions.

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I General Information on Activities Outside the United States.** Complete if the organization answered "Yes" to  
Form 990, Part IV, line 14b.

- 1 For grantmakers.** Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

- 2 For grantmakers.** Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

- 3 Activities per Region.** (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) SOUTH ASIA			GRANTMAKING		355,000.
(2) SOUTH ASIA		1.	PROGRAM SERVICES	PROGRAM CONSULTING	4,500.
(3) SUB-SAHARAN AFRICA			GRANTMAKING		80,000.
(4) EUROPE			GRANTMAKING		69,900.
(5) EAST ASIA AND THE PACIFIC			GRANTMAKING		17,500.
(6) NORTH AMERICA			GRANTMAKING		10,000.
(7) SOUTH AMERICA			GRANTMAKING		10,000.
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
<b>3a</b> Sub-total, . . . . .		3.			547,000.
<b>b</b> Total from continuation sheets to Part I . . . . .					
<b>c</b> Totals (add lines 3a and 3b)		3.			547,000.

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2012

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WON-EX 0139

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SOUTH ASIA	CATARACT	10,000	CHECK			
(2)			SOUTH ASIA	CATARACT	10,000	CHECK			
(3)			EAST ASIA/PACIFIC	CATARACT	10,000	CHECK			
(4)			SOUTH ASIA	CLUBFOOT	10,000	WIRE			
(5)			SOUTH ASIA	CLUBFOOT	10,000	WIRE			
(6)			SOUTH ASIA	CATARACT	10,000	WIRE			
(7)			SOUTH ASIA	CLUBFOOT	10,000	WIRE			
(8)			NORTH AMERICA	BURN, CATARACT	10,000	CHECK			
(9)			SOUTH AMERICA	CLUBFOOT	10,000	CHECK			
(10)			SUB-SAHARAN AFRICA	BURN	10,000	WIRE			
(11)			SUB-SAHARAN AFRICA	BURN	10,000	CHECK			
(12)			SOUTH ASIA	BURN	60,000	WIRE			
(13)			SOUTH ASIA	CATARACT	10,000	CHECK			
(14)			SOUTH ASIA	CATARACT	10,000	CHECK			
(15)			SOUTH ASIA	CATARACT	10,000	CHECK			
(16)			SOUTH ASIA	CLUBFOOT	10,000	CHECK			

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter.

3 Enter total number of other organizations or entities.

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SOUTH ASIA	CATARACT	10,000.	CHECK			
(2)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(3)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(4)			SOUTH ASIA	CATARACT	10,000.	CHECK			
(5)			SOUTH ASIA	CATARACT, BU	10,000.	CHECK			
(6)			SOUTH ASIA	BURN	10,000.	WIRE			
(7)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(8)			SOUTH ASIA	CATARACT	45,000.	WIRE			
(9)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(10)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(11)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(12)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(13)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(14)			SOUTH ASIA	CATARACT	10,000.	CHECK			
(15)			EUROPE/ICELAND/GREENLAND	CATARACT	10,000.	CHECK			
(16)			SUB-SAHARAN AFRICA	HYDROCEPHALUS	15,000.	CHECK			

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter.

3 Enter total number of other organizations or entities.

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SUB-SAHARAN AFRICA	CATARACT	10,000.	CHECK			
(2)			SOUTH ASIA	CLUBFOOT, BU	10,000.	CHECK			
(3)			SOUTH ASIA	BURN	10,000.	CHECK			
(4)			SOUTH ASIA	CATARACT	10,000.	WIRE			
(5)			SUB-SAHARAN AFRICA	CATARACT	10,000.	WIRE			
(6)			SUB-SAHARAN AFRICA	CATARACT	10,000.	WIRE			
(7)			EUROPE/ICELAND/GREENLAND	BURN	10,000.	CHECK			
(8)			EAST ASIA/PACIFIC	MOLE IN HEAR	7,500.	CHECK			
(9)			SUB-SAHARAN AFRICA	CLUBFOOT	10,000.	WIRE			
(10)			EUROPE/ICELAND/GREENLAND	SNF SURGERY	10,000.	CHECK			
(11)			EUROPE/ICELAND/GREENLAND	SAFE SURGERY	10,000.	CHECK			
(12)			EUROPE/ICELAND/GREENLAND	CLUBFOOT, CA	10,000.	CHECK			
(13)			EUROPE/ICELAND/GREENLAND	BURN	10,000.	CHECK			
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. . . . . 45.

3 Enter total number of other organizations or entities. . . . .

WONDERWORK, INC.

Schedule E (Form 990) 2012

**Part III** Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 16.  
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Schedule E (Form 990) 2012

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**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see instructions for Form 926). . . . . ☐ Yes ☒ No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see instructions for Forms 3520 and 3520-A). . . . . ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see instructions for Form 5471) . . . . . ☐ Yes ☒ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see instructions for Form 8621) . . . . . ☐ Yes ☒ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see instructions for Form 8865). . . . . ☐ Yes ☒ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713) . . . . . ☐ Yes ☒ No

Schedule F (Form 990) 2012

**Part V Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**GRANT ELIGIBILITY**

FORM 990, SCHEDULE F, PART I, LINE 1

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING THIRD

PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING WITH

THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.

**SCHEDULE G**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Supplemental Information Regarding  
Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.  
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.  
Form 990-EZ filers are not required to complete this part.

**1** Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- |   |  |
|---|--|
| <b>a</b> <input checked="" type="checkbox"/> Mail solicitations               | <b>e</b> <input checked="" type="checkbox"/> Solicitation of non-government grants |
| <b>b</b> <input checked="" type="checkbox"/> Internet and email solicitations | <b>f</b> <input type="checkbox"/> Solicitation of government grants                |
| <b>c</b> <input type="checkbox"/> Phone solicitations                         | <b>g</b> <input type="checkbox"/> Special fundraising events                       |
| <b>d</b> <input checked="" type="checkbox"/> In-person solicitations          |  |

**2a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☒ Yes ☐ No

**b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
<b>1</b> NNE MARKETING	DIRECT MAIL		X		160,000.	-160,000.
<b>2</b>						
<b>3</b>						
<b>4</b>						
<b>5</b>						
<b>6</b>						
<b>7</b>						
<b>8</b>						
<b>9</b>						
<b>10</b>						
<b>Total</b>					160,000.	-160,000.

**3** List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, HI, IL,  
KS, KY, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, ND, OH,  
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI,



**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

	(a) Event #1 (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts			
	2 Less: Contributions			
	3 Gross income (line 1 minus line 2)			
Direct Expenses	4 Cash prizes			
	5 Noncash prizes			
	6 Rent/facility costs			
	7 Food and beverages			
	8 Entertainment			
	9 Other direct expenses			
	10 Direct expense summary. Add lines 4 through 9 in column (d)			
11 Net income summary. Combine line 3, column (d), and line 10				

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

	(a) Bingo	(b) Pull tab/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue				
1 Gross revenue				
Direct Expenses	2 Cash prizes			
	3 Noncash prizes			
	4 Rent/facility costs			
	5 Other direct expenses			
	6 Volunteer labor	Yes _____ % No _____ %	Yes _____ % No _____ %	Yes _____ % No _____ %
7 Direct expense summary. Add lines 2 through 5 in column (d)				
8 Net gaming income summary. Combine line 1, column d, and line 7				

9 Enter the state(s) in which the organization operates gaming activities:

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain:

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain:

## Schedule G (Form 990 or 990-EZ) 2012

- 11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity operated in:
- |                               |     |   |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility         | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶

Address ▶

- 15 a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$
- c If "Yes," enter name and address of the third party:

Name ▶

Address ▶

- 16 Gaming manager information:

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

☐ Director/officer☐ Employee☐ Independent contractor

- 17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$

**Part IV** **Supplemental Information.** Complete this part to provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE I  
(Form 990)**

**Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I General Information on Grants and Assistance**

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

**Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.**

1	(a) Name and address of organization or government	(b) EIN	(c) RC number if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, fair market, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	CURE INTERNATIONAL 701 BOSLER AVENUE LEBANON, PA 17043	38-2243383	501(C)(3)	130,000.				CLUBFOOT
(2)	RESURGE 145 N MOORE ROAD SENECAVILLE, OH 94086	22-2297776	501(C)(3)	10,000.				BURN
(3)	SURGICAL VENTURES INTERNATIONAL 65212 E. MESA RIDGE CT TUCSON, AZ 85739	06-1815914	501(C)(3)	10,000.				BURN
(4)	ASICS FOUNDATION 4000 LEGATO ROAD FAIRFAX, VA 22033	22-2389748	501(C)(3)	30,000.				CATABACT
(5)	AMREF USA OFFICE 4 WEST 4TH STREET NEW YORK, NY 10036	13-1867411	501(C)(3)	15,000.				BURN
(6)	SANARA NIPALAYA OM TRUST INC. 9710 TRAVILLE C'WAY DR. ROCKVILLE, MD 20850	52-1611548	501(C)(3)	10,000.				CATABACT
(7)	UNITE FOR EIGHT 234 CHURCH STREET NEW HAVEN, CT 06510	39-0081616	501(C)(3)	10,000.				CATABACT
(8)	MEDICAL REVOLUTION FOUNDATION 10707 CONCORDE DRIVE STAFFORD, TX 77477	52-5045138	501(C)(3)	10,000.				EXTRACT, BURN
(9)	CHILDREN'S SURGICAL CENTRE PO BOX 2145 KODIAK, AK 99615	71-0897196	501(C)(3)	10,000.				BURN, CATABACT
(10)	PROSTHETICS OUTREACH FOUNDATION 400 EAST FINE STREET SEATTLE, WA 98122	91-1453216	501(C)(3)	10,000.				CLUBFOOT
(11)	EIGHTENERS INC. PO BOX 342 AVER, MA 01432	31-1740776	501(C)(3)	15,000.				EXTRACT
(12)	DOCTORS COLLABORATING TO HELP CHILDREN 32 OVERLOOK RD WATKINS, MA 01722	22-3911228	501(C)(3)	10,000.				BURNS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table

3 Enter total number of other organizations listed in the line 1 table

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Schedule I (Form 990) (2012)

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WON-EX 0149

**SCHEDULE I  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

**Grants and Other Assistance to Organizations,  
Governments, and Individuals in the United States**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.  
▶ Attach to Form 990.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Employer identification number

27-4159217

WONDERWORK, INC.

**Part I General Information on Grants and Assistance**

1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

**Part II Grants and Other Assistance to Governments and Organizations in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1)	SOLE TRAIL							
(2)	1. MADISON AVE #28 NEW YORK, NY 10010	13-3661416	501 (C)(3)	450,000				CLIFT PALATE SURGERY
(3)								
(4)								
(5)								
(6)								
(7)								
(8)								
(9)								
(10)								
(11)								
(12)								

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **13**

3 Enter total number of other organizations listed in the line 1 table **13**

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Schedule I (Form 990) (2012)

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WON-EX 0150

**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.  
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

**Part IV** Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

GRANT ELIGIBILITY

FORM 990, SCHEDULE I, PART I, LINE 2

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING THIRD

PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING WITH

THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest  
Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990,  
Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I Questions Regarding Compensation**

- 1a Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

- b If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain

- 2 Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all officers, directors, trustees, and the CEO/Executive Director, regarding the items checked in line 1a?

- 3 Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee   | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input type="checkbox"/> Form 990 of other organizations.    | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

- 4 During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a Receive a severance payment or change-of-control payment? . . . . .
- b Participate in, or receive payment from, a supplemental nonqualified retirement plan? . . . . .
- c Participate in, or receive payment from, an equity-based compensation arrangement? . . . . .
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

**Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.**

- 5 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a The organization? . . . . .
- b Any related organization? . . . . .
- If "Yes" to line 5a or 5b, describe in Part III.

- 6 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a The organization? . . . . .
- b Any related organization? . . . . .
- If "Yes" to line 6a or 6b, describe in Part III.

- 7 For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III . . . . .

- 8 Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III . . . . .

- 9 If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? . . . . .

	Yes	No
1a		
1b		
2		
3		
4a		X
4b		X
4c		X
5a		X
5b		X
6a		X
6b		X
7		X
8		X
9		

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Schedule J (Form 990) 2012

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WON-EX 0152

Schedule J (Form 990) 2012

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nonexcludable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
BRIAN MULLANEY 1 CO-FOUNDER, PRESIDENT AND CEO	(i) 475,000. (ii) 0 (iii) 0	0	0	0	23,277. 0	498,277. 0	0 0
HANA FUCHS 2 CFO	(i) 200,000. (ii) 0 (iii) 0	0	0	0	8,198. 0	208,198. 0	0 0
3	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
4	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
5	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
6	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
7	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
8	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
9	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
10	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
11	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
12	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
13	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
14	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
15	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
16	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0

Schedule J (Form 990) 2012

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27-4159217

WONDERWORK, INC.

Page 3

Schedule J (Form 990) 2012

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

WON-EX 0154

Schedule J (Form 990) 2012

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**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

**2012**

Open to Public  
Inspection

Employer identification number

27-4159217

**ORGANIZATION'S MISSION**

FORM 990, PART III, LINE 1

WONDERWORK IS A NOT-FOR-PROFIT ORGANIZATION WHICH WAS FOUNDED TO PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS IN UNDERSERVED REGIONS OF THE WORLD. WONDERWORK PROVIDES LIFE-CHANGING SUPPORT FOR ILLNESS, DISEASE, AND DISABILITY INCLUDING BUT NOT LIMITED TO BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. WONDERWORK SUPPORTS OTHER MEDICAL INSTITUTIONS AND CHARITABLE ORGANIZATIONS ENGAGED IN THE PROVISION OF THESE SERVICES; AS WELL AS, EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH DISABILITIES.

**PROGRAM SERVICE ACTIVITIES**

FORM 990, PART III, LINE 3

IN AUGUST 2011, WONDERWORK ENTERED INTO AN AGREEMENT TO PROVIDE SERVICES TO HELP ME SEE, ANOTHER NOT-FOR-PROFIT WITH A SIMILAR MISSION, TO ASSIST THEM IN PROGRAMMATIC, FUNDRAISING, AND ADMINISTRATIVE EFFORTS. IN EXCHANGE FOR THESE SERVICES, WONDERWORK WAS TO RECEIVE \$166,667 PER MONTH. IN ADDITION, THE AGREEMENT REQUIRED WONDERWORK TO TRANSFER \$2 MILLION TO HELP ME SEE AT THE TERMINATION OF THE AGREEMENT ON SEPTEMBER 1, 2016 AND PROVIDE AN ANNUAL GRANT TO HELP ME SEE EQUAL TO THE AMOUNT OF LARGEST GRANT WONDERWORK MADE FROM UNRESTRICTED FUNDS IN THAT YEAR. IF THE AGREEMENT TERMINATES EARLY, THE \$2 MILLION GRANT IS REQUIRED TO BE PRORATED OVER THE CONTRACT PERIOD. HELP ME SEE INFORMED WONDERWORK OF ITS

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2012)

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WON-EX 0155

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

INTENTION TO TERMINATE THE AGREEMENT. CURRENTLY, HELP ME SEE AND  
WONDERWORK ARE IN ARBITRATION REGARDING THE TERMINATION CLAUSE IN THE  
AGREEMENT.

## FORM 990 REVIEW

FORM 990, PART VI, LINE 11B

THE FORM 990 WAS PREPARED BY AN INTERNATIONAL ACCOUNTING FIRM AND THE  
FINANCE DEPARTMENT. A COPY OF THE FORM 990 WAS REVIEWED BY THE CHAIR OF  
THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AND WAS DISTRIBUTED TO ALL  
BOARD MEMBERS BEFORE FILING WITH THE IRS.

## CONFLICT OF INTEREST POLICY

FORM 990, PART VI, LINE 12C

EACH OFFICER, DIRECTOR AND KEY EMPLOYEE OF THE ORGANIZATION IS REQUIRED  
TO DISCLOSE ANY CONFLICTS OF INTEREST THAT ARISE THROUGH EMPLOYMENT,  
BOARD SERVICE OR POSITION IN THE ORGANIZATION. THE ORGANIZATION MONITORS  
COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY THROUGH ANNUAL COMPLETION  
OF THE QUESTIONNAIRE AND DISCLOSURE STATEMENT THAT IS DISTRIBUTED TO  
THESE INDIVIDUALS.

ALSO, NEW EMPLOYEES JOINING THE ORGANIZATION ARE REQUIRED TO COMPLETE THE  
QUESTIONNAIRE. POTENTIAL CONFLICTS OF INTEREST ARE INVESTIGATED  
IMMEDIATELY, AND A PERSON WHO HAS A CONFLICT OF INTEREST SHALL NOT  
PARTICIPATE IN DISCUSSIONS ON ANY MATTER RELATED TO THE CONFLICT.

COMPLETED QUESTIONNAIRES ARE AVAILABLE FOR INSPECTION BY ANY BOARD MEMBER

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Schedule O (Form 990 or 990-EZ) 2012

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WON-EX 0156

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

AND MAY BE REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL. THE FINANCE DEPARTMENT MONITORS NEW CONTRACTS AND INVOICE PAYMENTS TO MAKE SURE THAT THE POLICY IS FOLLOWED.

#### PROCESS FOR DETERMINING COMPENSATION

FORM 990, PART VI, LINE 15

AN INDEPENDENT COMPENSATION COMMITTEE HAS BEEN ESTABLISHED BY THE BOARD OF DIRECTORS TO SECURE DATA FROM AND ABOUT COMPARABLE NONPROFIT ORGANIZATIONS IN OUR AREA TO BENCHMARK PAY. THE COMMITTEE WAS ESTABLISHED TO FURTHER COLLECT OTHER PUBLISHED SURVEY DATA, WHEN APPROPRIATE, OF FOR-PROFIT ORGANIZATIONS FOR SPECIFIC FUNCTIONAL COMPETENCIES SUCH AS FINANCE AND HUMAN RESOURCES. TOGETHER WITH THIS DATA FROM THE COMPARABLE LOCAL ORGANIZATIONS, DATA FROM THESE MARKET SEGMENTS ARE USED TO FORM A "MARKET COMPOSITE" TO ASSESS THE COMPETITIVENESS, FAIRNESS AND APPROPRIATENESS OF COMPENSATION PAID BY WONDERWORK TO ITS EXECUTIVES AND OTHER EMPLOYEES.

WONDERWORK'S COMPENSATION STRATEGY AND IMPLEMENTATION IS ADMINISTERED BY THIS COMPENSATION COMMITTEE, WHICH WILL REPORT ITS FINDINGS TO THE BOARD OF DIRECTORS. THE BOARD, THROUGH THIS COMMITTEE, IS RESPONSIBLE FOR ESTABLISHING AND MAINTAINING A COMPETITIVE COMPENSATION PROGRAM FOR THE ORGANIZATION AND COORDINATING AN ANNUAL REVIEW BY AN INDEPENDENT REVIEWER (OR AN INTERNAL DETERMINATION) TO EVALUATE THE ORGANIZATION'S EXECUTIVE COMPENSATION AGAINST THE COMPETITIVE MARKET. FOLLOWING THE REVIEW OF THIS EVALUATION, THE BOARD APPROVES, FOR SELECTED KEY EXECUTIVES, BASE SALARIES AND ANNUAL INCENTIVE OPPORTUNITY ADJUSTMENTS (IF ANY), AND

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Schedule O (Form 990 or 990-EZ) 2012

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WON-EX 0157

Name of the organization

Employer identification number

WONDERWORK, INC.

27-4159217

OBJECTIVES AND GOALS FOR THE UPCOMING YEAR.

COMPENSATION REVIEWS ARE CONTEMPORANEOUSLY DOCUMENTED IN BOARD AND  
COMMITTEE MINUTES.

## DOCUMENT DISCLOSURE

FORM 990, PART VI, LINE 19

THE ORGANIZATION MAKES THE FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING  
A COPY AT ITS HEADQUARTERS IN NEW YORK CITY. THE FORM 990 IS ALSO  
PUBLISHED ON THE INTERNET ON THE ORGANIZATION'S WEBSITE. THE  
ORGANIZATIONS FINANCIAL STATEMENTS ARE ALSO AVAILABLE ON THE WEBSITE  
(WWW.WONDERWORK.ORG).

THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY  
ARE AVAILABLE UPON REQUEST.

ATTACHMENT 1FORM 990, PART VI, LINE 17 - STATES

AL, AK, AZ, AR, CA, CO, CT,  
DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI,  
MN, MS, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,  
RI, SC, TN, UT, VA, WA, WV, WI,

ATTACHMENT 2990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
HELP FOR THE CAUSE, LLC 586 LAKESHORE DRIVE BERKELEY LAKE, GA 30096	CONSULTING SERVICES	120,515.

JSA

Schedule O (Form 990 or 990-EZ) 2012

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WON-EX 0158

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**MAY 08 2014**

NYS OFFICE OF THE ATTORNEY GENERAL  
CHARITIES BUREAU

WON-EX 0159



**WONDERWORK, INC.**

Financial Statements

June 30, 2013 and 2012

(With Independent Auditors' Report Thereon)

WON-EX 0160



KPMG LLP  
345 Park Avenue  
New York, NY 10154-0102

## **Independent Auditors' Report**

The Board of Directors  
WonderWork, Inc.:

We have audited the accompanying financial statements of WonderWork, Inc. (WonderWork), which comprise the balance sheets as of June 30, 2013 and 2012, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

### ***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### ***Auditors' Responsibility***

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the organization's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Opinion***

In our opinion, the financial statements referred to above present fairly in all material respects, the financial position of WonderWork, Inc. as of June 30, 2013 and 2012, and the changes in its net assets and its cash flows for the years then ended in accordance with U.S. generally accepted accounting principles.

**KPMG LLP**

February 20, 2014

KPMG LLP is a Delaware limited liability partnership,  
the U.S. member firm of KPMG International Cooperative  
("KPMG International"), a Swiss entity.

WON-EX 0161

**WONDERWORK, INC.**

Balance Sheets

June 30, 2013 and 2012

Assets	2013	2012
Cash and cash equivalents	\$ 1,178,229	818,242
Contributions receivable (note 3)	570,156	769,451
Prepaid expenses and other assets	45,625	45,625
Investments (note 4)	6,431,625	5,391,576
Property and equipment, net	131,590	13,604
Total assets	\$ <u>8,357,225</u>	<u>7,038,498</u>
<b>Liabilities and Net Assets</b>		
Liabilities:		
Accounts payable and accrued expenses (note 10)	\$ 1,236,660	70,061
Loans payable (note 7)	3,659,203	—
Grants and other amounts payable to Help Me See (note 8)	733,000	733,000
Total liabilities	<u>5,628,863</u>	<u>803,061</u>
Commitments (note 5)		
Net assets:		
Unrestricted	873,356	5,465,750
Temporarily restricted (note 6)	1,855,006	769,687
Total net assets	<u>2,728,362</u>	<u>6,235,437</u>
Total liabilities and net assets	\$ <u>8,357,225</u>	<u>7,038,498</u>

See accompanying notes to financial statements.



**WONDERWORK, INC.**  
**Statements of Activities**  
**Years ended June 30, 2013 and 2012**

	<u>2013</u>	<u>2012</u>
Change in unrestricted net assets:		
Contributions and revenues:		
Contributions	\$ 3,777,015	7,109,303
Service fees (note 8)	—	1,333,667
Investment gain (loss)	881,997	(112,676)
Net assets released from restrictions (note 6)	<u>2,583,838</u>	<u>—</u>
Total contributions and revenues	<u>7,242,850</u>	<u>8,330,294</u>
Expenses:		
Program:		
Surgical treatments and related activities, and information and health education	6,522,235	2,297,070
Management and general	527,411	114,451
Fundraising	<u>4,785,598</u>	<u>321,738</u>
Total expenses	<u>11,835,244</u>	<u>2,733,259</u>
(Decrease) increase in unrestricted net assets	<u>(4,592,394)</u>	<u>5,597,035</u>
Change in temporarily restricted net assets:		
Contributions	3,669,157	769,687
Net assets released from restrictions (note 6)	<u>(2,583,838)</u>	<u>—</u>
Increase in temporarily restricted net assets	<u>1,085,319</u>	<u>769,687</u>
(Decrease) increase in net assets	<u>(3,507,075)</u>	<u>6,366,722</u>
Net assets (deficit) at beginning of year	<u>6,235,437</u>	<u>(131,285)</u>
Net assets at end of year	<u>\$ 2,728,362</u>	<u>6,235,437</u>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
**Statement of Functional Expenses**  
**Year ended June 30, 2013**

	Program services	Management and general	Supporting services		Total
			Fund-raising	Subtotal	
Grants	\$ 1,327,500	—	—	—	1,327,500
Salaries and related expenses	917,879	150,696	301,393	452,089	1,369,968
Professional and consulting fees	245,758	361,409	115,651	477,060	722,818
Occupancy	157,154	6,684	18,662	25,346	182,500
Office supplies and services	148,932	6,334	17,686	24,020	172,952
Printing, publications, and postage	3,538,996	—	4,325,440	4,325,440	7,864,436
Depreciation	10,901	464	1,294	1,758	12,659
Travel and other miscellaneous	175,115	1,824	5,472	7,296	182,411
Total expenses	<u>\$ 6,522,235</u>	<u>527,411</u>	<u>4,785,598</u>	<u>5,313,009</u>	<u>11,835,244</u>

See accompanying notes to the financial statements.

**WONDERWORK, INC.**  
**Statement of Functional Expenses**  
**Year ended June 30, 2012**

	Program services	Supporting services			Total
		Management and general	Fund-raising	Subtotal	
Grants	\$ 789,800	—	—	—	789,800
Salaries and related expenses	1,020,640	90,230	130,049	220,279	1,240,919
Professional and consulting fees	179,164	7,871	11,345	19,216	198,380
Occupancy	105,498	9,327	13,442	22,769	128,267
Office supplies and services	64,420	5,694	8,208	13,902	78,322
Printing, publications, and postage	8,721	—	154,735	154,735	163,456
Depreciation	2,714	240	346	586	3,300
Travel and other miscellaneous	126,113	1,089	3,613	4,702	130,815
Total expenses	\$ 2,297,070	114,451	321,738	436,189	2,733,259

See accompanying notes to the financial statements.

**WONDERWORK, INC.**

**Statements of Cash Flows**

Years ended June 30, 2013 and 2012

	<u>2013</u>	<u>2012</u>
Cash flows from operating activities:		
Change in net assets	\$ (3,507,075)	6,366,722
Adjustments to reconcile change in net assets to net cash (used in) provided by operating activities:		
Depreciation and amortization	12,659	3,300
Net realized and unrealized (gain) loss on investments	(881,997)	112,676
Changes in operating assets and liabilities:		
Contributions receivables	199,295	(769,451)
Prepaid expenses and other assets	—	(45,625)
Accounts payable and accrued expenses	1,166,599	63,355
Grants and other amounts payable to Help Me See	—	733,000
Net cash (used in) provided by operating activities	<u>(3,010,519)</u>	<u>6,463,977</u>
Cash flows from investing activities:		
Purchases of investments	(791,214)	(5,504,252)
Sales of investments	633,162	—
Purchases of property and equipment	<u>(130,645)</u>	<u>(16,904)</u>
Net cash used in investing activities	<u>(288,697)</u>	<u>(5,521,156)</u>
Cash flows from financing activities:		
Loans payable	3,659,203	—
Loans from officer	—	205,000
Repayments of officer loans	<u>—</u>	<u>(331,000)</u>
Net cash provided by (used in) financing activities	<u>3,659,203</u>	<u>(126,000)</u>
Net increase in cash and cash equivalents	359,987	816,821
Cash and cash equivalents, beginning of year	<u>818,242</u>	<u>1,421</u>
Cash and cash equivalents, end of year	\$ <u>1,178,229</u>	\$ <u>818,242</u>

See accompanying notes to financial statements.

## WONDERWORK, INC.

### Notes to Financial Statements

June 30, 2013 and 2012

#### (1) Description of Organization

WonderWork, Inc. (the Organization or WonderWork) is a not-for-profit organization which was incorporated in 2011 to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries suffering from disease, illness, or disability, including, but not necessarily limited to, blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as creating general awareness of these disabilities and available treatments. Since the Organization was recently formed, many activities consisted of start-up related costs for the years ended June 30, 2013 and 2012. In 2012, WonderWork changed its name from Surgery for the Poor, Inc. to WonderWork, Inc.

#### (2) Summary of Significant Accounting Policies

##### (a) Basis of Presentation

The Organization's financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. Net assets and the changes therein are classified and reported as follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions.

Temporarily Restricted – Net assets subject to donor-imposed restrictions that will be met by actions of the Organization and/or the passage of time.

Revenues are reported as increases in unrestricted net assets unless their use is limited by explicit donor-imposed restrictions or by law. Expenses are reported as decreases in net assets.

##### (b) Fair Value

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that a reporting entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

The carrying amounts of the Organization's contributions receivable, accounts payable and accrued expenses, and grants payable approximated their fair values at June 30, 2013 because of the terms and relatively short maturities of these financial instruments. The estimated fair values, however, involve unobservable inputs considered to be Level 3 in the fair value hierarchy.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2013 and 2012

**(c) Accounting Estimates**

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies at the date of the financial statements and revenues and expenses recognized during the reporting period. Significant estimates made in the preparation of the financial statements include the net realizable value of contributions and functional expense allocations. Actual results could differ from those estimates.

**(d) Cash and Cash Equivalents**

The Organization considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents. The Organization maintains cash and cash equivalents in major financial institutions. Cash held by a financial institution that exceeds the Federal Deposit Insurance Corporation (FDIC) limits exposes the Organization to a concentration of credit risk.

**(e) Investments**

Investments are reported at fair value based upon quoted market prices.

**(f) Contributions**

Contributions, including unconditional promises to give (pledges), are recognized as revenue upon receipt and are considered to be unrestricted unless they are received with donor stipulations that limit their use through either purpose or time restrictions. Contributions with donor stipulations that limit their use are considered to be temporarily restricted until the donor restrictions expire, that is, when a time restriction ends or purpose restriction is fulfilled. Upon the expiration of donor stipulations, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the accompanying statements of activities as net assets released from restrictions. Contributions expected to be received after one year are discounted at a risk-adjusted rate of return.

**(g) Property and Equipment**

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed on the straight-line basis over the estimated useful lives of the assets ranging from 3 to 5 years. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful lives or the term of the lease.

**(h) Income Taxes**

WonderWork recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Income generated from activities unrelated to the WonderWork's exempt purpose is subject to tax under Internal Revenue Code Section 511. WonderWork utilizes a threshold of more-likely than-not for recognition and derecognition of tax positions taken or expected to be taken in a tax return. WonderWork did not recognize any unrelated business income tax liability for the years ended June 30, 2013 and 2012.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2013 and 2012

**(3) Contributions and Contributions Receivable**

Contributions receivable are scheduled to be collected as follows at June 30, 2013 and 2012:

	<u>2013</u>	<u>2012</u>
Amount due in one year or less	\$ 200,000	200,000
Amount due in 2 to 5 years	385,749	597,046
Less discount to present value at 2.4%	<u>(15,593)</u>	<u>(27,595)</u>
	<u>\$ 570,156</u>	<u>769,451</u>

Contributions receivable is from one donor at June 30, 2013 and 2012. Approximately 30% of contributions were received from two donors in 2013 and 90% of contributions were received from three donors in 2012.

**(4) Investments**

The following presents the Organization's investments measured at fair value as of June 30, 2013 and 2012. These all represent Level 1 investments in the fair value hierarchy.

	<u>2013</u>	<u>2012</u>
Vanguard Total World Stock	\$ 6,190,423	5,177,412
Vanguard All World Stock Excluding U.S.	175,670	158,224
Vanguard - Other	65,532	53,511
Other	<u>—</u>	<u>2,429</u>
Total investments	<u>\$ 6,431,625</u>	<u>5,391,576</u>

**(5) Commitments**

The Organization has a lease agreement for the rental of its office in New York. Approximate minimum annual rentals related to this lease are as follows for the years ending June 30:

2014	\$ 182,500
2015	182,500
2016	<u>136,875</u>
	<u>\$ 501,875</u>

Rent expense for the years ended June 30, 2013 and 2012 amounted to approximately \$182,500 and \$128,000, respectively.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2013 and 2012

**(6) Temporarily Restricted Net Assets**

Temporarily restricted net assets are available for the following as of June 30, 2013 and 2012:

	2013	2012
Blindness	\$ 130,943	—
Burns	559,412	—
Clubfoot	594,495	—
Time	570,156	769,687
	<u>\$ 1,855,006</u>	<u>769,687</u>

Net assets were released from restrictions during the year ended June 30, 2013 by incurring expenses or the passage of time as follows:

Blindness	\$ 505,508
Burns	894,222
Clubfoot	961,577
Hole in the heart	11,500
Hydrocephalus	11,500
Time	199,531
	<u>\$ 2,583,838</u>

**(7) Loans Payable**

In fiscal 2013, the Organization received an unsecured impact loan of \$7,500,000 from a foundation to be used to generate additional funding for WonderWork programs and facilitate the more effective and efficient delivery of surgeries for the poor and needy served by WonderWork. Funds loaned by the foundation are to be repaid after 5 years at the rate of 2% per annum. As of June 30, 2013, WonderWork had drawn down \$2,500,000 of this loan. During 2013, WonderWork borrowed \$1,159,203 against its investment brokerage account with interest rates ranging 5.25%-6%. This loan was fully repaid in October 2013. In previous years, the Organization also received several start-up interest free loans from an officer of WonderWork. These loans were repaid in 2012. The estimated fair values of loan payable involve unobservable inputs and therefore are considered to be Level 3 in the fair value hierarchy.

**(8) Payable to Help Me See**

In August 2011, WonderWork entered into an agreement to provide services to Help Me See, another not-for-profit with a similar mission, to assist them in programmatic, fundraising, and administrative efforts. In exchange for these services, WonderWork was to receive \$166,667 per month. In addition, the agreement required WonderWork to transfer \$2 million to Help Me See at the termination of the agreement on September 1, 2016 and provide an annual grant to Help Me See equal to the amount of largest grant WonderWork made from unrestricted funds in that year. If the agreement terminates early, the \$2 million grant is required to be prorated over the contract period. Help Me See informed WonderWork of its



**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2013 and 2012

intention to terminate the agreement. Currently, Help Me See and WonderWork are in arbitration regarding the termination clause in the agreement.

**(9) Allocation of Joint Costs**

WonderWork incurred joint costs of \$7,864,436 relating to informational materials, publications, and activities that included fundraising appeals for the year ended June 30, 2013. For the year ended June 30, 2013, \$3,538,996 was allocated to program service expenses and \$4,325,440 was allocated to fundraising expenses.

**(10) Subsequent Events**

On July 12, 2013, WonderWork entered into a settlement agreement for \$450,000, of which \$300,000 was paid after June 30, 2013 and the remaining \$150,000 is expected to be paid in June 2014.

In connection with the preparation of the financial statements, the Organization evaluated subsequent events after the balance sheet date of June 30, 2013 through February 20, 2014, which was the date the financial statements were available to be issued and determined that there were no additional matters that are required to be disclosed.

FUCHS  
EXHIBIT 7

⑥

\$275

# CHAR500

NYS Annual Filing for Charitable Organizations  
www.CharitiesNYS.com

Send with fee and attachments to:  
NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

**2013**  
Open to Public  
Inspection

## 1. General Information

For Fiscal Year Beginning (mm/dd/yyyy) <u>07 / 01 / 2013</u> and Ending (mm/dd/yyyy) <u>06 / 30 / 2014</u>		
Check if Applicable: <input type="checkbox"/> Address Change <input type="checkbox"/> Name Change <input type="checkbox"/> Initial Filing <input type="checkbox"/> Final Filing <input type="checkbox"/> Amended Filing <input type="checkbox"/> Reg ID Pending	Name of Organization: <u>WONDERWORK, INC.</u>	Employer Identification Number (EIN): <u>27-4159217</u>
	Mailing Address: <u>420 5TH AVENUE, 27TH FLOOR</u>	NY Registration Number: <u>43-28-70</u>
	City / State / Zip: <u>NEW YORK, NY, 10018</u>	Telephone: <u>(212) 729-1855</u>
	Website: <u>WWW.WONDERWORK.ORG</u>	Email: <u>HANA@WONDERWORK.ORG</u>
	Check your organization's registration category: <input type="checkbox"/> 7A only <input type="checkbox"/> EPTL only <input checked="" type="checkbox"/> DUAL (7A & EPTL) <input type="checkbox"/> EXEMPT	
	Find your registration category in the Charities Registry at <a href="http://www.CharitiesNYS.com">www.CharitiesNYS.com</a>	

## 2. Certification

See instructions for certification requirements. Improper certification is a violation of law that may be subject to penalties.

We certify under penalties of perjury that we reviewed this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

President or Authorized Officer: Signature: <u>[Signature]</u> Title: <u>CEO</u> Date: <u>5/7/15</u>
Chief Financial Officer or Treasurer: Signature: <u>[Signature]</u> Title: <u>CFO</u> Date: <u>5/7/15</u>

## 3. Annual Reporting Exemption

Check the exemption(s) that apply to your filing. If your organization is claiming an exemption under the category (7A and EPTL only filers) or both categories (DUAL filers) that apply to your registration, complete only parts 1, 2, and 3, and submit the certified Char500. No fee, schedules, or additional attachments are required. If you cannot claim an exemption or are a DUAL filer that claims only one exemption, you must file applicable schedules and attachments and pay applicable fees.

☐ **3a. 7A filing exemption:** Total contributions from NY State including residents, foundations, government agencies, etc. did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during the fiscal year. Or the organization qualifies for another 7A exemption (see instructions).

☐ **3b. EPTL filing exemption:** Gross receipts did not exceed \$25,000 and the market value of assets did not exceed \$25,000 at any time during the fiscal year.

## 4. Schedules and Attachments

See the following page for a checklist of schedules and attachments to complete your filing.

<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	4a. Did your organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? If yes, complete Schedule 4a.
<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b. Did the organization receive government grants? If yes, complete Schedule 4b.

## 5. Fee

See the checklist on the next page to calculate your fee(s). Indicate fee(s) you are submitting here:	7A filing fee: \$ <u>25.</u>	EPTL filing fee: \$ <u>250.</u>	Total fee: \$ <u>275.</u>	Make a single check or money order payable to: <b>"Department of Law"</b>
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EXHIBIT 7  
WIT: Fuchs  
DATE: 8-14-17  
DEBRA STEVENS, RPR, CRR

# CHAR500

## Annual Filing Checklist

Simply submit the certified CHAR500 with no fee, schedule, or additional attachments IF:

- Your organization is registered as 7A only and you marked the 7A filing exemption in Part 3.
- Your organization is registered as EPTL only and you marked the EPTL filing exemption in Part 3.
- Your organization is registered as DUAL and you marked both the 7A and EPTL filing exemption in Part 3.

### Checklist of Schedules and Attachments

Check the schedules you must submit with your CHAR500 as described in Part 4:

☒ If you answered "yes" in Part 4a, submit Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsel (FRC), Commercial Co-Venturers (CCV)

☐ If you answered "yes" in Part 4b, submit Schedule 4b: Government Grants

Check the financial attachments you must submit with your CHAR500:

☒ IRS Form 990, 990-EZ, or 990-PF, and 990-T if applicable

☒ All additional IRS Form 990 Schedules including Schedule B (Schedule of Contributors).

☐ IRS Form 990-T if applicable

If you are a 7A only or DUAL filer, submit the applicable Independent Certified Public Accountant's Review or Audit Report:

☐ Review Report if you received total revenue and support greater than \$250,000 and up to \$500,000.

☒ Audit Report if you received total revenue and support greater than \$500,000

☐ No Review Report or Audit Report is required because total revenue and support is less than \$250,000

Note: The Audit and Review requirements are set to change in 2017 and 2021 in accordance with the Non Profit Revitalization Act of 2013. For more details, visit [www.CharitiesNYS.com](http://www.CharitiesNYS.com).

### Calculate Your Fee

For 7A and DUAL filers, calculate the 7A fee:

☐ \$0, if you marked the 7A exemption in Part 3a

☒ \$25, if you did not mark the 7A exemption in Part 3a

For EPTL and DUAL filers, calculate the EPTL fee:

☐ \$0, if you marked the EPTL exemption in Part 3b

☐ \$25, if the NET WORTH is less than \$50,000

☐ \$50, if the NET WORTH is \$50,000 or more but less than \$250,000

☐ \$100, if the NET WORTH is \$250,000 or more but less than \$1,000,000

☒ \$250, if the NET WORTH is \$1,000,000 or more but less than \$10,000,000

☐ \$750, if the NET WORTH is \$10,000,000 or more but less than \$50,000,000

☐ \$1500, if the NET WORTH is \$50,000,000 or more

#### Is my organization a 7A, EPTL or DUAL filer?

- 7A filers are registered to solicit contributions in New York under Article 7-A of the Executive Law ("7A")
- EPTL filers are registered under the Estates, Powers & Trusts Law ("EPTL") because they hold assets and/or conduct activities for charitable purposes in NY.
- DUAL filers are registered under both 7A and EPTL.

Check your registration category and learn more about NY law at [www.CharitiesNYS.com](http://www.CharitiesNYS.com)

#### Where do I find my organization's NET WORTH?

NET WORTH for fee purposes is calculated on:

- IRS Form 990 Part I, line 22
- IRS Form 990-EZ Part I line 21
- IRS Form 990-PF, calculate the difference between Total Assets at Fair Market Value (Part II, line 16(c)) and Total Liabilities (Part II, line 23(b)).

### Send Your Filing

Send your CHAR500, all schedules and attachments, and total fee to:

NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

CHAR500 Annual Filing for Charitable Organizations (Updated June 2014)

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WON-EX 0173

# CHAR500

Schedule 4a: Professional Fund Raisers, Fund Raising Counsels, Commercial Co-Venturers  
www.CharitiesNYS.com

**2013**  
Open to Public  
Inspection

If you checked the box in question 4a in Part 4 on the CHAR500 Annual Filing for Charitable Organizations, complete this schedule for EACH Professional Fund Raiser (PFR), Fund Raising Counsel (FRC) or Commercial Co-Venturer (CCV) that the organization engaged for fund raising activity in NY State. Use additional pages if necessary. Include this schedule with your certified CHAR500 NYS Annual Filing for Charitable Organizations.

## 1. Organization Information

Name of Organization: WONDERWORK, INC.	NY Registration Number: 432870
---	-----------------------------------

## 2. Professional Fund Raiser, Fund Raising Counsel, Commercial Co-Venturer Information

Fund Raising Professional type: <input checked="" type="checkbox"/> Professional Fund Raiser <input type="checkbox"/> Fund Raising Counsel <input type="checkbox"/> Commercial Co-Venturer	Name of FRP: TARGET MARKETTEAM Mailing Address: 1120 AVENUE OF THE AMERICAS City / State / Zip: NEW YORK, NY 10036	NY Registration Number: 326241 Telephone: 770-274-3700
---	---	---

## 3. Contract Information

Contract Start Date: N/A	Contract End Date: N/A
-----------------------------	---------------------------

## 4. Description of Services

Services provided by FRP: DEVELOPING DIRECT MAIL CAMPAIGNS
--

## 5. Description of Compensation

Compensation arrangement with FRP: MONTHLY FEE	Amount Paid to FRP: 180,000.
--	---------------------------------

## 6. Commercial Co-Venturer (CCV) Report

<input type="checkbox"/> Yes <input type="checkbox"/> No If services were provided by a CCV, did the CCV provide the charitable organization with the Interim or closing report(s) required by Section 173(a) part 3 of the Executive Law Article 7A?
---

## Definitions

A Professional Fund Raiser (PFR), in addition to other activities, conducts solicitation of contributions and/or handles the donations (Article 7A, 171-a.4).  
A Fund Raising Counsel (FRC) does not solicit or handle contributions but limits activities to advising or assisting a charitable organization to perform such functions for itself (Article 7A, 171-a.9).  
A Commercial Co-Venturer (CCV) is an individual or for-profit company that is regularly and primarily engaged in trade or commerce other than raising funds for a charitable organization and who advertises that the purchase or use of goods, services, entertainment or any other thing of value will benefit a charitable organization (Article 7A, 171-a.6).

Form **990**Department of the Treasury  
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**Open to Public  
Inspection**A** For the 2013 calendar year, or tax year beginning

07/01, 2013, and ending

06/30, 2014

**B** Check if applicable:

- ☐ Address change  
☐ Name change  
☐ Initial return  
☐ Termination  
☐ Amended return  
☐ Application pending

**C** Name of organization

WONDERWORK, INC.

**D** Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

420 5TH AVENUE, 27TH FLOOR

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10018

**F** Name and address of principal officer:

BRIAN MULLANEY

420 FIFTH AVENUE 27TH FLOOR NEW YORK, NY 10018

**D** Employer identification number

27-4159217

**E** Telephone number

(212) 729-1855

**G** Gross receipts \$ 14,729,311.**H(a)** Is this a group return for subsidiaries? ☐ Yes ☒ No**H(b)** Are all subsidiaries included? ☐ Yes ☒ No

If "No," attach a list (see instructions)

**I** Tax-exempt status:☒ 501(c)(3)☐ 501(c)( ) (insert no.)☐ 4947(a)(1) or

527

**J** Website: WWW.WONDERWORK.ORG**H(c)** Group exemption number**K** Form of organization:☒ Corporation☐ Trust☐ Association☐ Other**L** Year of formation: 2011**M** State of legal domicile: DE**Part I Summary**

**1** Briefly describe the organization's mission or most significant activities: PROVIDE FREE SURGERY TO INDIGENT CHILDREN AND ADULTS, FINANCIAL SUPPORT FOR LOCAL HOSPITALS, AND RAISE AWARENESS ABOUT THE LACK OF ACCESS TO SURGERY IN DEVELOPING COUNTRIES.

**2** Check this box ☐ If the organization discontinued its operations or disposed of more than 25% of its net assets.

**3** Number of voting members of the governing body (Part VI, line 1a) **3**

**4** Number of independent voting members of the governing body (Part VI, line 1b) **4**

**5** Total number of individuals employed in calendar year 2013 (Part V, line 2a) **13**

**6** Total number of volunteers (estimate if necessary) **3**

**7a** Total unrelated business revenue from Part VIII, column (C), line 12 **0**

**7b** Net unrelated business taxable income from Form 990-T, line 34 **0**

	Prior Year	Current Year
<b>8</b> Contributions and grants (Part VIII, line 1h)	7,446,172.	12,912,667.
<b>9</b> Program service revenue (Part VIII, line 2g)	0	0
<b>10</b> Investment income (Part VIII, column (A), lines 3, 4, and 7d)	146,128.	647,872.
<b>11</b> Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0	26,130.
<b>12</b> Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	7,592,300.	13,586,669.
<b>13</b> Grants and similar amounts paid (Part IX, column (A), lines 1-3)	1,327,500.	1,543,055.
<b>14</b> Benefits paid to or for members (Part IX, column (A), line 4)	0	0
<b>15</b> Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	1,369,968.	1,721,683.
<b>16a</b> Professional fundraising fees (Part IX, column (A), line 11a)	0	0
<b>b</b> Total fundraising expenses (Part IX, column (D), line 25)	4,619,803.	
<b>17</b> Other expenses (Part IX, column (A), lines 11a-11d, 11f-24a)	9,137,776.	9,521,812.
<b>18</b> Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	11,835,244.	12,786,550.
<b>19</b> Revenue less expenses. Subtract line 18 from line 12	-4,242,944.	800,119.
<b>20</b> Total assets (Part X, line 16)	Beginning of Current Year 8,357,225.	End of Year 15,445,443.
<b>21</b> Total liabilities (Part X, line 26)	5,628,863.	10,686,666.
<b>22</b> Net assets or fund balances. Subtract line 21 from line 20	2,728,362.	4,758,777.

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature of officer

Date

Type or print name and title

**Paid**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

**Preparer**

DEVIN L. DUNCAN

5/11/15

P01249521

**Use Only**

Firm's name KPMG LLP

Firm's EIN 13-5565207

Firm's address 345 PARK AVENUE NEW YORK, NY 10154-0102

Phone no. 212-758-9700

May the IRS discuss this return with the preparer shown above? (see instructions)

☒ Yes ☐ No

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2013)

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WON-EX 0175

**Part III** Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☒ X**1** Briefly describe the organization's mission:

PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND  
ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING  
FROM DISEASE, ILLNESS, OR DISABILITY. FOR MORE INFORMATION, SEE  
SCHEDULE O.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☒ Yes ☐ No

If "Yes," describe these changes on Schedule O.

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.**4a** (Code: ) (Expenses \$ 7,879,996 including grants of \$ 1,543,055 ) (Revenue \$ 0 )

WONDERWORK EMPOWERS AND PARTNERS WITH LOCAL SURGEONS, HOSPITALS,  
AND CHARITABLE ORGANIZATIONS ENGAGED IN THE DELIVERY OF  
LIFE-CHANGING SURGERY AND RELATED CARE BY PROVIDING TRAINING AND  
EDUCATION, FINANCIAL SUPPORT AND EQUIPMENT. WONDERWORK ALSO  
EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL  
CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH  
DISABILITIES.

**4b** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4c** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )**4d** Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses 7,879,996.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A . . . . .	<input checked="" type="checkbox"/>	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)? . . . . .	<input checked="" type="checkbox"/>	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I . . . . .		<input checked="" type="checkbox"/>
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II . . . . .		<input checked="" type="checkbox"/>
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-18? If "Yes," complete Schedule C, Part III . . . . .		<input checked="" type="checkbox"/>
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I . . . . .		<input checked="" type="checkbox"/>
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II . . . . .		<input checked="" type="checkbox"/>
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III . . . . .		<input checked="" type="checkbox"/>
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV . . . . .		<input checked="" type="checkbox"/>
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V . . . . .		<input checked="" type="checkbox"/>
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI . . . . .	<input checked="" type="checkbox"/>	
b Did the organization report an amount for investments-other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII . . . . .		<input checked="" type="checkbox"/>
c Did the organization report an amount for investments-program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII . . . . .		<input checked="" type="checkbox"/>
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX . . . . .		<input checked="" type="checkbox"/>
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X . . . . .		<input checked="" type="checkbox"/>
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X . . . . .	<input checked="" type="checkbox"/>	
12 a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII . . . . .	<input checked="" type="checkbox"/>	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional . . . . .		<input checked="" type="checkbox"/>
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E . . . . .		<input checked="" type="checkbox"/>
14 a Did the organization maintain an office, employees, or agents outside of the United States? . . . . .	<input checked="" type="checkbox"/>	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV . . . . .	<input checked="" type="checkbox"/>	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV . . . . .	<input checked="" type="checkbox"/>	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV . . . . .		<input checked="" type="checkbox"/>
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions) . . . . .	<input checked="" type="checkbox"/>	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II . . . . .		<input checked="" type="checkbox"/>
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? If "Yes," complete Schedule G, Part III . . . . .		<input checked="" type="checkbox"/>
20 a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H . . . . .		<input checked="" type="checkbox"/>
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return? . . . . .		<input checked="" type="checkbox"/>

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**Part IV Checklist of Required Schedules (continued)**

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II . . . . .	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III . . . . .		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J . . . . .	X	
24 a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a . . . . .		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
25 a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I . . . . .		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payable to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II . . . . .	X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III . . . . .		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV . . . . .		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M . . . . .	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M . . . . .		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I . . . . .		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II . . . . .		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I . . . . .		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1 . . . . .		X
35 a Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 . . . . .		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2 . . . . .		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI . . . . .		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O . . . . .	X	

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**Part V** Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

	Yes	No
1a Enter the number reported in Box 3 of Form 1099. Enter -0- if not applicable.	1a	10
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a	13
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	X
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O.	3b	
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b If "Yes," enter the name of the foreign country: See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	5a	X
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b	X
c If "Yes" to line 5a or 5b, did the organization file Form 8868-T?	5c	
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a	X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b	
7 Organizations that may receive deductible contributions under section 170(c).		
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	X
d If "Yes," indicate the number of Forms 8282 filed during the year.	7d	
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	X
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	X
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8	
9 Sponsoring organizations maintaining donor advised funds.		
a Did the organization make any taxable distributions under section 4966?	9a	
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b	
10 Section 501(c)(7) organizations. Enter:		
a Initiation fees and capital contributions included on Part VIII, line 12.	10a	
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b	
11 Section 501(c)(12) organizations. Enter:		
a Gross income from members or shareholders.	11a	
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b	
13 Section 501(c)(29) qualified nonprofit health insurance issuers.		
a Is the organization licensed to issue qualified health plans in more than one state? Note. See the instructions for additional information the organization must report on Schedule O.	13a	
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b	
c Enter the amount of reserves on hand.	13c	
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b	

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions. Check if Schedule O contains a response or note to any line in this Part VI ☒ X

**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year . . . . . If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	4	
1b Enter the number of voting members included in line 1a, above, who are independent . . . . .	3	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .	2	X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? . .	3	X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? . . . . .	4	X
5 Did the organization become aware during the year of a significant diversion of the organization's assets? . . . . .	5	X
6 Did the organization have members or stockholders? . . . . .	6	X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? . . . . .	7a	X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? . . . . .	7b	X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body? . . . . .	8a	X
b Each committee with authority to act on behalf of the governing body? . . . . .	8b	X
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .	9	X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates? . . . . .	10a	X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? . . .	10b	
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? .	11a	X
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .	12a	X
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .	12b	X
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done . . . . .	12c	X
13 Did the organization have a written whistleblower policy? . . . . .	13	X
14 Did the organization have a written document retention and destruction policy? . . . . .	14	X
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official . . . . .	15a	X
b Other officers or key employees of the organization . . . . .	15b	X
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .	16a	X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .	16b	

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed **ATTACHMENT 1**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
☒ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: **HADIA FUCHS 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018 212-729-1855**

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WON-EX 0180

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response or note to any line in this Part VII. ☒ X**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's current officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's current key employees, if any. See instructions for definition of "key employee."
- List the organization's five current highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's former officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's former directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) BRIAN MULLANEY CO-FOUNDER, PRESIDENT & CEO	40.00 0	X		X				475,000.	0	42,744.
(2) JJ CONEYS AUDIT COMMITTEE CHAIR	1.00 0	X						0	0	0
(3) THEODORE DYSART TREASURER/SECRETARY	1.00 0	X		X				0	0	0
(4) RAVI KANT DIRECTOR	1.00 0	X						0	0	0
(5) HANA FUCHS CHIEF FINANCIAL OFFICER	40.00 0			X				200,000.	0	7,615.
(6) DELOIS GREENWOOD SENIOR ADVISOR GLOBAL PROGRAMS	40.00 0					X		145,833.	0	0
(7) KAREN LAZARUS DIRECTOR STRATEGIC PROJECTS	40.00 0					X		142,500.	0	16,860.
(8)										
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										

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Form 990 (2013)

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WON-EX 0181

**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)**

(A) Name and title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an <u>officer and a director/trustee</u> )						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employees	Former			
1b Sub-total . . . . .								963,333.	0	67,219.
c Total from continuation sheets to Part VII, Section A . . . . .								0	0	0
d Total (add lines 1b and 1c) . . . . .								963,333.	0	67,219.

2	Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization	4			
3	Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual	3			X
4	For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	4	X		
5	Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person	5			X

## Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
<u>ATTACHMENT 2</u>		
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization ▶ 2.		

**Part VIII Statement of Revenue**Check if Schedule O contains a response or note to any line in this Part VIII ☐

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	1a	Federated campaigns . . . . . 1a				
	b	Membership dues . . . . . 1b				
	c	Fundraising events . . . . . 1c				
	d	Related organizations . . . . . 1d				
	e	Government grants (contributions) . . . . . 1e				
	f	All other contributions, gifts, grants, and similar amounts not included above . . . . . 1f	12,912,667			
	g	Noncash contributions included in lines 1a-1f: \$ . . . . . 239,725				
	<b>h Total. Add lines 1a-1f . . . . .</b>	<b>12,912,667</b>				
<b>Program Service Revenue</b>	Business Code					
	2a					
	b					
	c					
	d					
	e					
	f	All other program service revenue . . . . .				
	<b>g Total. Add lines 2a-2f . . . . .</b>	<b>0</b>				
<b>Other Revenue</b>	3	Investment income (including dividends, interest, and other similar amounts) . . . . .	270,263			270,263
	4	Income from investment of tax-exempt bond proceeds . . . . .	0			
	5	Royalties . . . . .	0			
		(i) Real (ii) Personal				
	6a	Gross rents . . . . .				
	b	Less: rental expenses . . . . .				
	c	Rental income or (loss) . . . . .				
	d	Net rental income or (loss) . . . . .	0			
		(i) Securities (ii) Other				
	7a	Gross amount from sales of assets other than inventory . . . . .	1,520,251			
	b	Less: cost or other basis and sales expenses . . . . .	1,142,642			
	c	Gain or (loss) . . . . .	377,609			
	d	Net gain or (loss) . . . . .	377,609			377,609
	8a	Gross income from fundraising events (not including \$ . . . . . of contributions reported on line 1c). See Part IV, line 18 . . . . . a				
	b	Less: direct expenses . . . . . b				
	c	Net income or (loss) from fundraising events . . . . .	0			
	9a	Gross income from gaming activities. See Part IV, line 19 . . . . . a				
b	Less: direct expenses . . . . . b					
c	Net income or (loss) from gaming activities . . . . .	0				
10a	Gross sales of inventory, less returns and allowances . . . . . a					
b	Less: cost of goods sold . . . . . b					
c	Net income or (loss) from sales of inventory . . . . .	0				
<b>Miscellaneous Revenue</b>		<b>Business Code</b>				
11a	MISCELLANEOUS . . . . . 900099	26,130			26,130	
b						
c						
d	All other revenue . . . . .					
e	Total. Add lines 11a-11d . . . . .	26,130				
12	<b>Total revenue. See instructions . . . . .</b>	<b>13,586,669</b>			674,002	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 8b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21.	460,000.	460,000.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22.	0			
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16.	1,083,055.	1,083,055.		
4 Benefits paid to or for members.	0			
5 Compensation of current officers, directors, trustees, and key employees.	886,183.	708,946.	58,522.	118,715.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B).	0			
7 Other salaries and wages.	674,365.	491,444.	8,819.	174,102.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions).	0			
9 Other employee benefits.	80,364.	60,138.	3,428.	16,798.
10 Payroll taxes.	80,771.	62,048.	3,483.	15,240.
11 Fees for services (non-employees):	0			
a Management.	0			
b Legal.	639,924.	558,680.	81,244.	
c Accounting.	50,100.		50,100.	
d Lobbying.	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees.	0			
g Other. If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.	396,955.	198,709.	95.	198,151.
12 Advertising and promotion.	44,822.	21,211.		23,611.
13 Office expenses.	7,755,692.	3,805,923.	6,555.	3,943,214.
14 Information technology.	15,876.	12,196.	684.	2,996.
15 Royalties.	0			
16 Occupancy.	187,025.	143,670.	8,066.	35,289.
17 Travel.	237,969.	144,488.	41,722.	51,759.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials.	0			
19 Conferences, conventions, and meetings.	0			
20 Interest.	0			
21 Payments to affiliates.	0			
22 Depreciation, depletion, and amortization.	44,486.	34,173.	1,919.	8,394.
23 Insurance.	30,212.	23,209.	1,302.	5,701.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MISCELLANEOUS	118,751.	72,106.	20,812.	25,833.
b				
c				
d				
e All other expenses				
25 Total functional expenses. Add lines 1 through 24e.	12,786,550.	7,879,996.	286,751.	4,619,803.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720).	0			

**Part X Balance Sheet**Check if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year	(B) End of year
<b>Assets</b>	1 Cash - non-interest-bearing	191,061.	460,840.
	2 Savings and temporary cash investments	987,168.	413,121.
	3 Pledges and grants receivable, net	570,156.	370,116.
	4 Accounts receivable, net	0	0
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L	0	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see Instructions). Complete Part II of Schedule L	0	0
	7 Notes and loans receivable, net	0	0
	8 Inventories for sale or use	0	0
	9 Prepaid expenses and deferred charges	45,625.	45,625.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	149,370.	
	10b Less: accumulated depreciation	60,444.	
	11 Investments - publicly traded securities	6,431,625.	14,066,815.
	12 Investments - other securities. See Part IV, line 11	0	0
	13 Investments - program-related. See Part IV, line 11	0	0
	14 Intangible assets	0	0
15 Other assets. See Part IV, line 11	0	0	
16 <b>Total assets. Add lines 1 through 15 (must equal line 34)</b>	8,357,225.	15,445,443.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	1,236,660.	1,167,916.
	18 Grants payable	733,000.	0
	19 Deferred revenue	0	0
	20 Tax-exempt bond liabilities	0	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D	0	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L	0	200,000.
	23 Secured mortgages and notes payable to unrelated third parties	1,159,203.	0
	24 Unsecured notes and loans payable to unrelated third parties	2,500,000.	9,318,750.
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	0	0
	26 <b>Total liabilities. Add lines 17 through 25</b>	5,628,863.	10,686,666.
<b>Net Assets or Fund Balances</b>	27 Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 28, and lines 33 and 34.		
	28 Unrestricted net assets	873,356.	2,376,415.
	29 Temporarily restricted net assets	1,855,006.	2,382,362.
	30 Permanently restricted net assets	0	0
	31 Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.		
	32 Capital stock or trust principal, or current funds		
	33 Paid-in or capital surplus, or land, building, or equipment fund		
	34 Retained earnings, endowment, accumulated income, or other funds		
	35 <b>Total net assets or fund balances</b>	2,728,362.	4,758,777.
36 <b>Total liabilities and net assets/fund balances</b>	8,357,225.	15,445,443.	

Form 990 (2013)



**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12) . . . . .	1	13,586,669.
2	Total expenses (must equal Part IX, column (A), line 25) . . . . .	2	12,786,550.
3	Revenue less expenses. Subtract line 2 from line 1 . . . . .	3	800,119.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A)) . . . . .	4	2,728,362.
5	Net unrealized gains (losses) on investments . . . . .	5	1,230,296.
6	Donated services and use of facilities . . . . .	6	0
7	Investment expenses . . . . .	7	0
8	Prior period adjustments . . . . .	8	0
9	Other changes in net assets or fund balances (explain in Schedule O) . . . . .	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B)) . . . . .	10	4,758,777.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII ☐

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? . . . . . If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b Were the organization's financial statements audited by an independent accountant? . . . . . If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133? . . . . .	3a	X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	

Form 990 (2013)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

OMB No. 1545-0047

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 990 or Form 990-EZ.  
▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization  
**WONDERWORK, INC.**

Employer identification number  
**27-4159217**

**Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.**

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part II.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
- a ☐ Type I    b ☐ Type II    c ☐ Type III-Functionally integrated    d ☐ Type III-Non-functionally integrated
- e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box. ☐
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
- (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? ☐
- (ii) A family member of a person described in (i) above? ☐
- (iii) A 35% controlled entity of a person described in (i) or (ii) above? ☐

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
(A)									
(B)									
(C)									
(D)									
(E)									
<b>Total</b>									

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	0	50,767.	7,878,990.	7,446,172.	12,932,667.	28,288,596.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
4 Total. Add lines 1 through 3 . . . . .		50,767.	7,878,990.	7,446,172.	12,932,667.	28,288,596.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . . . .						9,721,888.
6 Public support. Subtract line 5 from line 4. . . . .						18,566,708.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4 . . . . .		50,767.	7,878,990.	7,446,172.	12,932,667.	28,288,596.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .		6.	3,314.	41,243.	270,263.	312,826.
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						0
11 Total support. Add lines 7 through 10 . . . . .						28,601,422.
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	1,333,667.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .						<input checked="" type="checkbox"/>

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	%
15 Public support percentage from 2012 Schedule A, Part II, line 14 . . . . .	15	%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .		<input type="checkbox"/>

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II.  
If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
7b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
7c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
10b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
10c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f)).	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%
19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ <input type="checkbox"/>		

WONDERWORK, INC.

27-4159217

Schedule A (Form 990 or 990-EZ) 2013

Page 4

**Part IV** **Supplemental information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

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Schedule A (Form 990 or 990-EZ) 2013

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WON-EX 0190

SCHEDULE D  
(Form 990)

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990,  
Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
▶ Attach to Form 990.

▶ Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

2013

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year . . . . .		
2 Aggregate contributions to (during year) . . . . .		
3 Aggregate grants from (during year) . . . . .		
4 Aggregate value at end of year . . . . .		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? . . . . .		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? . . . . .		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements . . . . .	2a
b Total acreage restricted by conservation easements . . . . .	2b
c Number of conservation easements on a certified historic structure included in (a) . . . . .	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register . . . . .	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_

4 Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? . . . . . ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? . . . . . ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 . . . . . ▶ \$ \_\_\_\_\_

(ii) Assets included in Form 990, Part X . . . . . ▶ \$ \_\_\_\_\_

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 . . . . . ▶ \$ \_\_\_\_\_

b Assets included in Form 990, Part X . . . . . ▶ \$ \_\_\_\_\_

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2013

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**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)**

3. Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- |  |  |
|--|--|
| a <input type="checkbox"/> Public exhibition                   | d <input type="checkbox"/> Loan or exchange programs |
| b <input type="checkbox"/> Scholarly research                  | e <input type="checkbox"/> Other _____               |
| c <input type="checkbox"/> Preservation for future generations |  |
4. Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
5. During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? . . . . ☐ Yes ☐ No

**Part IV** **Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a** Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? ☐ Yes ☐ No
- b** If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance . . . . .	1c
d Additions during the year . . . . .	1d
e Distributions during the year . . . . .	1e
f Ending balance . . . . .	1f

- |   |  |     |    |
|---|--|-----|----|
| 2a Did the organization include an amount on Form 990, Part X, line 21?   |  | Yes | No |
| b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII. |  |     |    |

**Part V** **Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
<b>1a</b> Beginning of year balance . . . .					
<b>b</b> Contributions . . . . .					
<b>c</b> Net investment earnings, gains, and losses . . . . .					
<b>d</b> Grants or scholarships . . . . .					
<b>e</b> Other expenditures for facilities and programs . . . . .					
<b>f</b> Administrative expenses . . . . .					
<b>g</b> End of year balance . . . . .					

- 2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment ▶ %
- b Permanent endowment ▶ %
- c Temporarily restricted endowment ▶ %

- 3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
3a(i)		
3a(ii)		
3b		

- (i) unrelated organizations . . . . .
- (ii) related organizations . . . . .
- b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R? . . . . .
- 4 Describe in Part XIII the intended uses of the organization's endowment funds. . . . .

## Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold Improvements		57,177.	21,852.	35,325.
d Equipment		45,950.	27,485.	18,465.
e Other		46,243.	11,107.	35,136.

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) . . . . .		88,926.
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Schedule D (Form 990) 2013

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

**Part X Other Liabilities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☒

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Schedule D (Form 990) 2013

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**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	16,699,406.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	1,230,296.
b	Donated services and use of facilities	2b	1,682,441.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	3,112,737.
3	Subtract line 2e from line 1	3	13,586,669.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	13,586,669.

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**  
Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	14,668,991.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	1,882,441.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	1,882,441.
3	Subtract line 2e from line 1	3	12,786,550.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	12,786,550.

**Part XIII Supplemental Information.**

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

**Part XIII** Supplemental Information (continued)

## UNCERTAIN TAX POSITIONS

FORM 990, SCHEDULE D, PART X, LINE 2

WONDERWORK RECOGNIZES THE EFFECT OF INCOME TAX POSITIONS ONLY IF THOSE POSITIONS ARE MORE LIKELY THAN NOT OF BEING SUSTAINED. INCOME GENERATED FROM ACTIVITIES UNRELATED TO THE WONDERWORK'S EXEMPT PURPOSE IS SUBJECT TO TAX UNDER INTERNAL REVENUE CODE SECTION 511. WONDERWORK UTILIZES A THRESHOLD OF MORE LIKELY THAN NOT FOR RECOGNITION AND DERECOGNITION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. WONDERWORK DID NOT RECOGNIZE ANY UNRELATED BUSINESS INCOME TAX LIABILITY FOR THE YEARS ENDED JUNE 30, 2014 AND 2013.

**SCHEDULE F  
(Form 990)**

**Statement of Activities Outside the United States**

OMB No. 1545-0047

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule F (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I General information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) SOUTH ASIA			GRANTMAKING		\$43,055
(2) SUB-SAHARAN AFRICA			GRANTMAKING		60,000
(3) EUROPE			GRANTMAKING		60,000
(4) EAST ASIA AND THE PACIFIC			GRANTMAKING		20,000
(5) SOUTH ASIA		1	PROGRAM SERVICES	CONSULTING	18,000
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total, . . . . .		1			1,101,055
b Total from continuation sheets to Part I . . . . .					
c Totals (add lines 3a and 3b)		1			1,101,055

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2013

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WON-EX 0196

WONDERWORK, INC.

Schedule F (Form 990) 2013

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Method of disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (cost, appraisal, other)
(1)			SOUTH ASIA	CATPAKCT	20,000.	WIRE			
(2)			SUB-SAHARAN AFRICA	BURN	10,000.	CHECK			
(3)			SOUTH ASIA	CATPAKCT	10,000.	WIRE			
(4)			EUROPE/ICELAND/GREENLAND	BURN	10,000.	CHECK			
(5)			SUB-SAHARAN AFRICA	CLUBFOOT	10,000.	WIRE			
(6)			SOUTH ASIA	CLUBFOOT	20,000.	WIRE			
(7)			SOUTH ASIA	CATPAKCT	10,000.	WIRE			
(8)			SOUTH ASIA	CATPAKCT	20,000.	WIRE			
(9)			SOUTH ASIA	CATPAKCT	10,000.	WIRE			
(10)			EUROPE/ICELAND/GREENLAND	BURNS	10,000.	CHECK			
(11)			SUB-SAHARAN AFRICA	CATPAKCT	10,000.	WIRE			
(12)			SOUTH ASIA	CATPAKCT	10,000.	WIRE			
(13)			SOUTH ASIA	BURN	165,555.	WIRE			
(14)			SOUTH ASIA	BURN	22,500.	CHECK			
(15)			SOUTH ASIA	CATPAKCT	10,000.	WIRE			
(16)			EUROPE/ICELAND/GREENLAND	CLUBFOOT, CH- ARACT, BURN	10,000.	CHECK			

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. . . . .

3 Enter total number of other organizations or entities. . . . . Schedule F (Form 990) 2013

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**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of disbursement	(g) Amount of assistance	(h) Description of assistance	(i) Method of valuation (book value, appraisal, other)
(1)			EUROPE/ICELAND/GREENLAND	WIRE	10,000	CHECK			
(2)			SOUTH ASIA	CATAPACT	70,000	WIRE			
(3)			SOUTH ASIA	CATAPACT	50,000	WIRE			
(4)			SOUTH ASIA	CATAPACT	30,000	WIRE			
(5)			EUROPE/ICELAND/GREENLAND	SAFE SURGERY	10,000	WIRE			
(6)			SOUTH ASIA	CATAPACT	10,000	WIRE			
(7)			SOUTH ASIA	CATAPACT	10,000	WIRE			
(8)			EAST ASIA/PACIFIC	BURNS	10,000	WIRE			
(9)			SOUTH ASIA	BURNS	25,000	WIRE			
(10)			SOUTH ASIA	CATAPACT	170,000	WIRE			
(11)			SOUTH ASIA	CATAPACT	30,000	WIRE			
(12)			SOUTH ASIA	CATAPACT	10,000	WIRE			
(13)			EAST ASIA/PACIFIC	CATAPACT	10,000	WIRE			
(14)			SOUTH ASIA	CATAPACT	30,000	CHECK			
(15)			SOUTH ASIA	CATAPACT	20,000	WIRE			
(16)			SOUTH ASIA	CATAPACT	40,000	WIRE			

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter.

3 Enter total number of other organizations or entities.

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (cost, FMV, appraisal, other)
(1)			SUB-SAHARAN AFRICA	CONTRACT	10,000	CHECK			
(2)			SUB-SAHARAN AFRICA	CONTRACT	10,000	WIRE			
(3)			SOUTH ASIA	CONTRACT	110,000	WIRE			
(4)			SOUTH ASIA	CLUBFOOT	20,000	WIRE			
(5)			EUROPE/ICELAND/GREENLAND	DATE SURGERY	10,000	CHECK			
(6)			SUB-SAHARAN AFRICA	RUIN	10,000	WIRE			
(7)			SOUTH ASIA	CLUBFOOT	20,000	WIRE			
(8)									
(9)									
(10)									
(11)									
(12)									
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. . . . . 39

3 Enter total number of other organizations or entities . . . . . Schedule F (Form 990) 2013

**Part III** Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 18.  
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Manner of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraised, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see Instructions for Form 926) . . . . . ☐ Yes ☒ No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see Instructions for Forms 3520 and 3520-A) . . . . . ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations. (see Instructions for Form 5471) . . . . . ☐ Yes ☒ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund. (see Instructions for Form 8621) . . . . . ☐ Yes ☒ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships. (see Instructions for Form 8865) . . . . . ☐ Yes ☒ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see Instructions for Form 5713) . . . . . ☐ Yes ☒ No

Schedule F (Form 990) 2013

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WON-EX 0201



**Part V****Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method; amounts of investments vs. expenditures per region); Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**GRANT ELIGIBILITY**

FORM 990, SCH F, PART I, LINE 1

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING THIRD

PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING WITH

THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.

**SCHEDULE G**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Supplemental Information Regarding Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 8a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I**

**Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.  
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- |  |   |
|--|---|
| a <input checked="" type="checkbox"/> Mail solicitations               | e <input checked="" type="checkbox"/> Solicitation of non-government grants |
| b <input checked="" type="checkbox"/> Internet and email solicitations | f <input type="checkbox"/> Solicitation of government grants                |
| c <input type="checkbox"/> Phone solicitations                         | g <input type="checkbox"/> Special fundraising events                       |
| d <input checked="" type="checkbox"/> In-person solicitations          |   |

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☒ Yes ☐ No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 TARGET MARKETTEAM	FUNDRAISING CONSULTING		X		180,000.	-180,000.
2						
3						
4						
5						
6						
7						
8						
9						
10						
<b>Total</b>					180,000.	-180,000.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AR, CA, CO, CT, DC, FL, GA, HI, IL,  
KS, KY, ME, MD, MA, MI, MN, MS, NV, NH, NJ, NM, NY, NC, ND, OH,  
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI,

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1 (event type)	(b) Event #2 (event type)	(c) Other events (total number)	(d) Total events (add col. (a) through col. (c))
Revenue	1 Gross receipts				
	2 Less: Contributions				
	3 Gross income (line 1 minus line 2):				
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs				
	7 Food and beverages				
	8 Entertainment				
	9 Other direct expenses				
	10 Direct expense summary. Add lines 4 through 9 in column (d)				
	11 Net income summary. Subtract line 10 from line 3, column (d)				

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tab/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
Revenue	1 Gross revenue				
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)					
8 Net gaming income summary. Subtract line 7 from line 1, column (d)					

9 Enter the state(s) in which the organization operates gaming activities: \_\_\_\_\_

a Is the organization licensed to operate gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain: \_\_\_\_\_

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain: \_\_\_\_\_

Schedule G (Form 990 or 990-EZ) 2013

- 11 Does the organization operate gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity operated in:
- |                               |     |   |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility         | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

- 15 a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party ▶ \$ \_\_\_\_\_
- c If "Yes," enter name and address of the third party:

Name ▶ \_\_\_\_\_

Address ▶ \_\_\_\_\_

## 16 Gaming manager information:

Name ▶ \_\_\_\_\_

Gaming manager compensation ▶ \$ \_\_\_\_\_

Description of services provided ▶ \_\_\_\_\_

☐ Director/officer ☐ Employee ☐ Independent contractor

## 17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ \_\_\_\_\_

**Part IV** Supplemental Information. Provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

PROFESSIONAL FUNDRAISERS - ADDRESSES

FORM 990, SCHEDULE G, PART I

TARGET MARKETEAM

1120 AVENUE OF THE AMERICAS

NEW YORK, NY 10036

Schedule G (Form 990 or 990-EZ) 2013

JSA

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WON-EX 0205

2013

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# **SCHEDULE I (Form 990)** **Grants and Other Assistance to Organizations, Governments, and Individuals in the United States** Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22. ► Attach to Form 990. ► Information about Schedule I (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

## **Part I General Information on Grants and Assistance**

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☐ Yes ☒ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

## **Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.**

(1) Name and address of organization or government	(2) EIN	(3) IRC section if applicable	(4) Amount of cash grant	(5) Amount of non-cash assistance	(6) Method of valuation (book, fair market, or other)	(7) Description of non-cash assistance	(8) Purpose of grant or assistance
(1) AMREP USA OFFICE 4 WEST 43RD STREET NEW YORK, NY 10016	13-1867411	501(C)(3)	15,000.				BURN
(2) MCHRE FOUNDATION 4000 LEGATO ROAD FAIRFAX, VA 22033	72-7388748	501(C)(3)	10,000.				CATACACT
(3) BETHANY KIDS PO BOX 1237 ASHEBORO, VA 24212-1237	52-2344177	501(C)(3)	10,000.				BURN
(4) CHILDREN'S SURVIVAL CENTRE PO BOX 2345 KODIAK, AK 99615	71-0897456	501(C)(3)	10,000.				BURN, CATACACT
(5) CURE INTERNATIONAL 701 ROSEME AVE NEW YORK, NY 10043	58-2248383	501(C)(3)	150,000.				CLUBFOOT
(6) HIMALAYAN CATACACT PROJECT PO BOX 55 MONTAUBAN, VT 05676	01-0362926	501(C)(3)	100,000.				CATACACT
(7) EV PAPER EYE INSTITUTE 226 TULWOOD ROAD ROCHESTER, NY 14619	11-3595601	501(C)(3)	10,000.				CATACACT
(8) MEDICAL BENEVOLENCE FOUNDATION STE 220 STAFFORD, TX 77477	42-6046138	501(C)(3)	10,000.				CATACACT, BURN
(9) MOBILITY OUTREACH FOUNDATION SUITE 325 SEATTLE, WA 98122	91-1453216	501(C)(3)	10,000.				CLUBFOOT
(10) RESURGE 145 N HOLTS ROAD SOMERVILLE, CA 94086	72-7237770	501(C)(3)	10,000.				BURN
(11) JAHNKAH MEDHANA FOUNDATION MISSION TRUST NO 382 ROCKVILLE, MD 20850	52-1611548	501(C)(3)	50,000.				CATACACT
(12) FUNGICAL FOUNDATIONS INTERNATIONAL 65712 E. MESA RIDGE CT JESSESON, AZ 85739	06-1816314	501(C)(3)	10,000.				BURN

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table
- 3 Enter total number of other organizations listed in the line 1 table

For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule I (Form 990) (2013)

WON-EX 0206

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2013

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# **SCHEDULE I (Form 990)** **Grants and Other Assistance to Organizations, Governments, and Individuals in the United States** Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22. ► Attach to Form 990. ► Information about Schedule I (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Department of the Treasury  
Internal Revenue Service

Name of the organization  
HONDERWORK, INC.

Employer identification number  
27-4159217

## **Part I General Information on Grants and Assistance**

- 1 Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No
- 2 Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

## **Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.**

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, fair market, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
(1) THE JOHN F. FARMER FOUNDATION 9201 LEBURGERS PIKE FALLS CHURCH, VA 22044	20-4280892	501 (C) (3)	26,000.				CATNACT
(2) UNITE FOR SUEPT 15TH FLOOR NEW HAVEN, CT 06510	3E-0081516	501 (C) (3)	46,000.				CATNACT
(3) _____							
(4) _____							
(5) _____							
(6) _____							
(7) _____							
(8) _____							
(9) _____							
(10) _____							
(11) _____							
(12) _____							

- 2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table 14
- 3 Enter total number of other organizations listed in the line 1 table 14
- For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule I (Form 990) (2013)

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**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 22.  
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
1					
2					
3					
4					
5					
6					
7					

**Part IV** Supplemental Information. Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

GRANT ELIGIBILITY

FORM 990, SCHEDULE I, PART I, LINE 2

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING THIRD

PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING WITH

THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.

**SCHEDULE J  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 23.

▶ Attach to Form 990. ▶ See separate instructions.

▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I Questions Regarding Compensation**

**1a** Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.

- |  |  |
|--|--|
| <input type="checkbox"/> First-class or charter travel             | <input type="checkbox"/> Housing allowance or residence for personal use |
| <input type="checkbox"/> Travel for companions                     | <input type="checkbox"/> Payments for business use of personal residence |
| <input type="checkbox"/> Tax indemnification and gross-up payments | <input type="checkbox"/> Health or social club dues or initiation fees   |
| <input type="checkbox"/> Discretionary spending account            | <input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef) |

**b** If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain.

**2** Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?

**3** Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> Compensation committee   | <input type="checkbox"/> Written employment contract                                |
| <input type="checkbox"/> Independent compensation consultant | <input checked="" type="checkbox"/> Compensation survey or study                    |
| <input type="checkbox"/> Form 990 of other organizations     | <input checked="" type="checkbox"/> Approval by the board or compensation committee |

**4** During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:

- a** Receive a severance payment or change-of-control payment? **4a** ☒
- b** Participate in, or receive payment from, a supplemental nonqualified retirement plan? **4b** ☒
- c** Participate in, or receive payment from, an equity-based compensation arrangement? **4c** ☒
- If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.

Only section 501(c)(3) and 501(c)(4) organizations must complete lines 5-9.

**5** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:

- a** The organization? **5a** ☒
- b** Any related organization? **5b** ☒
- If "Yes" to line 5a or 5b, describe in Part III.

**6** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:

- a** The organization? **6a** ☒
- b** Any related organization? **6b** ☒
- If "Yes" to line 6a or 6b, describe in Part III.

**7** For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III. **7** ☒

**8** Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III. **8** ☒

**9** If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)? **9** ☐

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2013

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WON-EX 0209



**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nonreleasable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
1 BRIAN MULLANEY 4 CO-FOUNDER, PRESIDENT & CEO	(i) 475,000. (ii) 0 (iii) 0	0	0	0	42,744.	517,744.	0
2 HANA FUCHS 2 CHIEF FINANCIAL OFFICER	(i) 200,000. (ii) 0 (iii) 0	0	0	0	9,252.	209,252.	0
3 KAREN LAZARUS 3 DIRECTOR STRATEGIC PROJECTS	(i) 142,500. (ii) 0 (iii) 0	0	0	0	18,111.	160,611.	0
4	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
5	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
6	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
7	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
8	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
9	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
10	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
11	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
12	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
13	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
14	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
15	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0
16	(i) 0 (ii) 0 (iii) 0	0	0	0	0	0	0

Schedule J (Form 990) 2013

27-4159217

WONDERWORK, INC.

Page 3

Schedule J (Form 990) 2013

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

WON-EX 0211

Schedule J (Form 990) 2013

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**SCHEDULE L**  
**(Form 990 or 990-EZ)**

**Transactions With Interested Persons**

OMB No. 1545-0047

**2013**

Department of the Treasury  
Internal Revenue Service

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.

Attach to Form 990 or Form 990-EZ. See separate instructions.

Information about Schedule L (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Open To Public  
Inspection

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I Excess Benefit Transactions** (section 501(c)(3) and section 501(c)(4) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Completed	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 . . . . . \$

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . . . \$

**Part II Loans to and/or From Interested Persons.**

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
(1) J. MULLANEY	DISO PER	IMPACT	X		250,000.	200,000.			X	X		X
(2)												
(3)												
(4)												
(5)												
(6)												
(7)												
(8)												
(9)												
(10)												
<b>Total</b>						\$ 200,000.						

**Part III Grants or Assistance Benefiting Interested Persons.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule L (Form 990 or 990-EZ) 2013

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WON-EX 0212

**Part IV Business Transactions Involving Interested Persons.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

**Part V Supplemental Information**

Provide additional information for responses to questions on Schedule L (see instructions).

**SCHEDULE M  
(Form 990)**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

**Noncash Contributions**

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.  
▶ Attach to Form 990.  
▶ Information about Schedule M (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Open To Public  
Inspection

Employer identification number

27-4159217

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art . . . . .				
2 Art - Historical treasures . . . . .				
3 Art - Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities - Publicly traded . . . . .	X	6	239,725	FMV
10 Securities - Closely held stock . . . . .				
11 Securities - Partnership, LLC, or trust interests . . . . .				
12 Securities - Miscellaneous . . . . .				
13 Qualified conservation contribution - Historic structures . . . . .				
14 Qualified conservation contribution - Other . . . . .				
15 Real estate - Residential . . . . .				
16 Real estate - Commercial . . . . .				
17 Real estate - Other . . . . .				
18 Collectibles . . . . .				
19 Food inventory . . . . .				
20 Drugs and medical supplies . . . . .				
21 Taxidermy . . . . .				
22 Historical artifacts . . . . .				
23 Scientific specimens . . . . .				
24 Archeological artifacts . . . . .				
25 Other ▶ ( ) . . . . .				
26 Other ▶ ( ) . . . . .				
27 Other ▶ ( ) . . . . .				
28 Other ▶ ( ) . . . . .				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . . .

29

	Yes	No
30 a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? . . . . .		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? . . . . .		X
32 a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? . . . . .		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2013)

JSA

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WON-EX 0214

WONDERWORK, INC.

27-4159217

Schedule M (Form 990) (2013)

Page 2

**Part II** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

NUMBER OF CONTRIBUTIONS

FORM 990, SCH M, PART I, COLUMN (B)

THE NUMBER IN COLUMN (B) REPRESENTS THE NUMBER OF CONTRIBUTIONS.

JSA

Schedule M (Form 990) (2013)

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WON-EX 0215

**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Employer identification number

27-4159217

**ORGANIZATION'S MISSION**

FORM 990, PART III, LINE 1

WONDERWORK IS A NOT-FOR-PROFIT ORGANIZATION WHICH WAS FOUNDED TO PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS IN UNDERSERVED REGIONS OF THE WORLD. WONDERWORK PROVIDES LIFE-CHANGING SUPPORT FOR ILLNESS, DISEASE, AND DISABILITY INCLUDING BUT NOT LIMITED TO BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. WONDERWORK SUPPORTS OTHER MEDICAL INSTITUTIONS AND CHARITABLE ORGANIZATIONS ENGAGED IN THE PROVISION OF THESE SERVICES; AS WELL AS, EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH DISABILITIES.

WONDERWORK ALSO AIMS TO FURTHER THE PUBLIC EDUCATION AND PUBLIC INTERACTION BY ENGAGING IN PUBLIC EDUCATION AND DELIVERY OF CALLS TO ACTION ASKING THE PUBLIC TO TAKE ACTION IN SUPPORT OF WONDERWORK'S PROGRAMS IN CONJUNCTION WITH FUNDRAISING APPEALS.

**SIGNIFICANT PROGRAM SERVICE ACTIVITIES**

FORM 990, PART III, LINE 3

THE ORGANIZATION WAS INCORPORATED IN AND FILED AN INITIAL RETURN IN FISCAL YEAR 2011. DURING FISCAL YEAR 2012, WONDERWORK, INC. RECEIVED SIGNIFICANT SUPPORT FROM DONORS AND INCREASED OPERATIONS TO SUPPORT ITS FIVE MAIN SERVICE AREAS - BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. THE ORGANIZATION SAW CONTINUED GROWTH IN

For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2013)

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WON-EX 0216

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

FISCAL YEAR 2013 AND 2014 HOWEVER, MOST DONATIONS WERE RESTRICTED TO THE  
BLINDNESS, CLUBFOOT, BURN CARE PROGRAMS.

## FORM 990 REVIEW

FORM 990, PART VI, LINE 11B

THE FORM 990 WAS PREPARED BY AN INTERNATIONAL ACCOUNTING FIRM AND THE  
WONDERWORK FINANCE DEPARTMENT. A COPY OF THE FORM 990 WAS REVIEWED BY THE  
CHAIR OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AND WAS  
DISTRIBUTED TO ALL BOARD MEMBERS BEFORE FILING WITH THE IRS.

## CONFLICT OF INTEREST POLICY

FORM 990, PART VI, LINE 12C

EACH OFFICER, DIRECTOR AND KEY EMPLOYEE OF THE ORGANIZATION IS REQUIRED  
TO DISCLOSE ANY CONFLICTS OF INTEREST THAT ARISE THROUGH EMPLOYMENT,  
BOARD SERVICE OR POSITION IN THE ORGANIZATION. THE ORGANIZATION MONITORS  
COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY THROUGH ANNUAL COMPLETION  
OF THE QUESTIONNAIRE AND DISCLOSURE STATEMENT THAT IS DISTRIBUTED TO  
THESE INDIVIDUALS.

ALSO, NEW EMPLOYEES JOINING THE ORGANIZATION ARE REQUIRED TO COMPLETE THE  
QUESTIONNAIRE. POTENTIAL CONFLICTS OF INTEREST ARE INVESTIGATED  
IMMEDIATELY, AND A PERSON WHO HAS A CONFLICT OF INTEREST SHALL NOT  
PARTICIPATE IN DISCUSSIONS ON ANY MATTER RELATED TO THE CONFLICT.

COMPLETED QUESTIONNAIRES ARE AVAILABLE FOR INSPECTION BY ANY BOARD MEMBER  
AND MAY BE REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL. THE FINANCE

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Schedule O (Form 990 or 990-EZ) 2013

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WON-EX 0217



Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

DEPARTMENT MONITORS NEW CONTRACTS AND INVOICE PAYMENTS TO MAKE SURE THAT THE POLICY IS FOLLOWED.

## PROCESS FOR DETERMINING COMPENSATION

FORM 990, PART VI, LINE 15A &amp; 15B

AN INDEPENDENT COMPENSATION COMMITTEE HAS BEEN ESTABLISHED BY THE BOARD OF DIRECTORS TO SECURE DATA FROM AND ABOUT COMPARABLE NONPROFIT ORGANIZATIONS IN OUR AREA TO BENCHMARK PAY. THE COMMITTEE WAS ESTABLISHED TO FURTHER COLLECT OTHER PUBLISHED SURVEY DATA, WHEN APPROPRIATE, OF FOR-PROFIT ORGANIZATIONS FOR SPECIFIC FUNCTIONAL COMPETENCIES SUCH AS FINANCE AND HUMAN RESOURCES. TOGETHER WITH THIS DATA FROM THE COMPARABLE LOCAL ORGANIZATIONS, DATA FROM THESE MARKET SEGMENTS ARE USED TO FORM A MARKET COMPOSITE TO ASSESS THE COMPETITIVENESS, FAIRNESS AND APPROPRIATENESS OF COMPENSATION PAID BY WONDERWORK TO ITS EXECUTIVES AND OTHER EMPLOYEES.

WONDERWORK'S COMPENSATION STRATEGY AND IMPLEMENTATION IS ADMINISTERED BY THIS COMPENSATION COMMITTEE, WHICH WILL REPORT ITS FINDINGS TO THE BOARD OF DIRECTORS. THE BOARD, THROUGH THIS COMMITTEE, IS RESPONSIBLE FOR ESTABLISHING AND MAINTAINING A COMPETITIVE COMPENSATION PROGRAM FOR THE ORGANIZATION AND COORDINATING AN ANNUAL REVIEW BY AN INDEPENDENT REVIEWER (OR AN INTERNAL DETERMINATION) TO EVALUATE THE ORGANIZATION'S EXECUTIVE COMPENSATION AGAINST THE COMPETITIVE MARKET. FOLLOWING THE REVIEW OF THIS EVALUATION, THE BOARD APPROVES, FOR SELECTED KEY EXECUTIVES, BASE SALARIES AND ANNUAL INCENTIVE OPPORTUNITY ADJUSTMENTS (IF ANY), AND OBJECTIVES AND GOALS FOR THE UPCOMING YEAR.

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Schedule O (Form 990 or 990-EZ) 2013

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WON-EX 0218

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

COMPENSATION REVIEWS ARE CONTEMPORANEOUSLY DOCUMENTED IN BOARD AND  
COMMITTEE MINUTES.

## DOCUMENT DISCLOSURE

FORM 990, PART VI, LINE 19

THE ORGANIZATION MAKES THE FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING  
A COPY AT ITS HEADQUARTERS IN NEW YORK CITY. THE FORM 990 IS ALSO  
PUBLISHED ON THE INTERNET ON THE ORGANIZATION'S WEBSITE. THE  
ORGANIZATIONS FINANCIAL STATEMENTS ARE ALSO AVAILABLE ON THE WEBSITE  
(WWW.WONDERWORK.ORG).

THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY  
ARE AVAILABLE UPON REQUEST.

ATTACHMENT 1FORM 990, PART VI, LINE 17 - STATES

AL, AK, AR, CA, CO, CT,  
DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI,  
MN, MS, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,  
RI, SC, TN, UT, VA, WA, WV, WI,

ATTACHMENT 2990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
JONES DAY	CONSULTING SERVICES	245,357.

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Schedule O (Form 990 or 990-EZ) 2013

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WON-EX 0219

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

ATTACHMENT 2 (CONT'D)

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

<u>NAME AND ADDRESS</u>	<u>DESCRIPTION OF SERVICES</u>	<u>COMPENSATION</u>
222 EAST 41ST STREET NEW YORK, NY 10017-6702		
KRAVET & VOGEL, LLP 1040 AVENUE OF THE AMERICAS - STE 1101 NEW YORK, NY 10018-3703	CONSULTING SERVICES	237,240.

Form **8868**

(Rev. January 2014)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**File a separate application for each return.  
Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

OMB No. 1545-1708

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or  
printFile by the  
due date for  
filing your  
return. See  
instructions.

Name of exempt organization or other filer, see instructions.

Employer identification number (EIN) or

WONDERWORK, INC.

27-4159217

Number, street, and room or suite no. if a P.O. box, see instructions.

Social security number (SSN)

420 5TH AVENUE, 27TH FLOOR

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

NEW YORK, NY 10018

Enter the Return code for the return that this application is for (file a separate application for each return) **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of HANA FUCHS, 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018

Telephone No. 212 729-1855

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box ☐ . . . . . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/16, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

☐ calendar year 20\_\_\_\_ or

☒ tax year beginning 07/01, 2013, and ending 06/30, 2014.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	0
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

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WON-EX 0221

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box. ☒ **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).**

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	WONDERWORK, INC.	27-4159217
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	420 5TH AVENUE, 27TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10018	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . **011**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of **HANA FUCHS, 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018**  
Telephone No. **212 729-1855** Fax No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **05/15, 2015**.
- 5 For calendar year , or other tax year beginning **07/01, 2013**, and ending **06/30, 2014**.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension **INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	0
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	0
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ***Hana Fuchs*** Title **PAID PREPARER** Date **2/9/15**

Form 8868 (Rev. 1-2014)



**WONDERWORK, INC.**

Financial Statements

June 30, 2014 and 2013

(With Independent Auditors' Report Thereon)

WON-EX 0223



KPMG LLP  
345 Park Avenue  
New York, NY 10154-0102

## Independent Auditors' Report

The Board of Directors  
WonderWork, Inc.:

We have audited the accompanying financial statements of WonderWork, Inc. (WonderWork), which comprise the balance sheets as of June 30, 2014 and 2013, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the organization's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### *Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of WonderWork, Inc. as of June 30, 2014 and 2013, and the changes in its net assets and its cash flows for the years then ended, in accordance with U.S. generally accepted accounting principles.

**KPMG LLP**

May 7, 2015

KPMG LLP is a Delaware limited liability partnership,  
the U.S. member firm of KPMG International Cooperative  
("KPMG International"), a Swiss entity

WON-EX 0224

**WONDERWORK, INC.**

Balance Sheets

June 30, 2014 and 2013

<b>Assets</b>	<b>2014</b>	<b>2013</b>
Cash and cash equivalents	\$ 873,961	1,178,229
Contributions receivable (note 3)	370,116	570,156
Prepaid expenses and other assets	45,625	45,625
Investments (note 4)	14,066,815	6,431,625
Property and equipment, net	88,926	131,590
<b>Total assets</b>	<b>\$ 15,445,443</b>	<b>8,357,225</b>
<b>Liabilities and Net Assets</b>		
<b>Liabilities:</b>		
Accounts payable and accrued expenses	\$ 1,167,916	1,236,660
Loans payable (note 7)	9,518,750	3,659,203
Grants and other amounts payable to Help Me See (note 8)	—	733,000
<b>Total liabilities</b>	<b>10,686,666</b>	<b>5,628,863</b>
<b>Net assets:</b>		
Unrestricted	2,376,415	873,356
Temporarily restricted (note 6)	2,382,362	1,855,006
<b>Total net assets</b>	<b>4,758,777</b>	<b>2,728,362</b>
<b>Total liabilities and net assets</b>	<b>\$ 15,445,443</b>	<b>8,357,225</b>

See accompanying notes to financial statements.



**WONDERWORK, INC.**  
**Statements of Activities**  
**Years ended June 30, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
Change in unrestricted net assets:		
Operating activities:		
Revenues:		
Contributions	\$ 5,582,853	3,777,015
In-kind contributions (note 10)	1,882,441	—
Investment gain	1,878,168	881,997
Other	26,130	—
Net assets released from restrictions (note 6)	6,069,458	2,583,838
Total revenues	<u>15,439,050</u>	<u>7,242,850</u>
Expenses:		
Program:		
Surgical treatments and related activities, and information and health education (note 10)	9,762,437	6,522,235
Management and general	286,751	527,411
Fund-raising	4,619,803	4,785,598
Total expenses	<u>14,668,991</u>	<u>11,835,244</u>
Excess (deficiency) of operating revenues over operating expenses	<u>770,059</u>	<u>(4,592,394)</u>
Nonoperating activities:		
Grant and other liability write-off (note 8)	733,000	—
Increase (decrease) in unrestricted net assets	<u>1,503,059</u>	<u>(4,592,394)</u>
Change in temporarily restricted net assets:		
Contributions	6,596,814	3,669,157
Net assets released from restrictions (note 6)	<u>(6,069,458)</u>	<u>(2,583,838)</u>
Increase in temporarily restricted net assets	<u>527,356</u>	<u>1,085,319</u>
Increase (decrease) in net assets	<u>2,030,415</u>	<u>(3,507,075)</u>
Net assets at beginning of year	<u>2,728,362</u>	<u>6,235,437</u>
Net assets at end of year	<u>\$ 4,758,777</u>	<u>2,728,362</u>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
Statement of Functional Expenses  
Year ended June 30, 2014

	Program services	Management and general	Supporting services		Total
			Fund-raising	Subtotal	
Grants	\$ 1,543,055	—	—	—	1,543,055
In-kind treatments	1,882,441	—	—	—	1,882,441
Salaries and related expenses	1,322,576	74,252	324,855	399,107	1,721,683
Professional and consulting fees	759,085	131,944	199,203	331,147	1,090,232
Occupancy	143,670	8,066	35,289	43,355	187,025
Office supplies and services	142,991	8,028	35,122	43,150	186,141
Printing, publications, and postage (note 9)	3,717,856	—	3,939,353	3,939,353	7,657,209
Depreciation	34,173	1,919	8,394	10,313	44,486
Travel and other miscellaneous	216,590	62,542	77,587	140,129	356,719
Total expenses	\$ 9,762,437	286,751	4,619,803	4,906,554	14,668,991

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
**Statement of Functional Expenses**  
**Year ended June 30, 2013**

	<u>Program services</u>	<u>Management and general</u>	<u>Supporting services</u>		<u>Total</u>
			<u>Fund-raising</u>	<u>Subtotal</u>	
Grants	\$ 1,327,500	—	—	—	1,327,500
Salaries and related expenses	917,879	150,696	301,393	452,089	1,369,968
Professional and consulting fees	245,758	361,409	115,651	477,060	722,818
Occupancy	157,154	6,684	18,662	25,346	182,500
Office supplies and services	148,932	6,334	17,686	24,020	172,952
Printing, publications, and postage	3,538,996	—	4,325,440	4,325,440	7,864,436
Depreciation	10,901	464	1,294	1,758	12,659
Travel and other miscellaneous	175,115	1,824	5,472	7,296	182,411
<b>Total expenses</b>	<b>\$ 6,522,235</b>	<b>527,411</b>	<b>4,785,598</b>	<b>5,313,009</b>	<b>11,835,244</b>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
**Statements of Cash Flows**  
**Years ended June 30, 2014 and 2013**

	<u>2014</u>	<u>2013</u>
Cash flows from operating activities:		
Change in net assets	\$ 2,030,415	(3,507,075)
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation and amortization	44,486	12,659
Investment gain	(1,878,168)	(881,997)
Changes in operating assets and liabilities:		
Contributions receivables	200,040	199,295
Accounts payable and accrued expenses	(68,744)	1,166,599
Grants and other amounts payable to Help Me See	(733,000)	—
Net cash used in operating activities	<u>(404,971)</u>	<u>(3,010,519)</u>
Cash flows from investing activities:		
Purchases of investments	(6,265,858)	(791,214)
Sales of investments	508,836	633,162
Purchases of property and equipment	(1,822)	(130,645)
Net cash used in investing activities	<u>(5,758,844)</u>	<u>(288,697)</u>
Cash flows from financing activities:		
Loans payable	5,859,547	3,659,203
Net cash provided by financing activities	<u>5,859,547</u>	<u>3,659,203</u>
Net (decrease) increase in cash and cash equivalents	(304,268)	359,987
Cash and cash equivalents, beginning of year	1,178,229	818,242
Cash and cash equivalents, end of year	<u>\$ 873,961</u>	<u>1,178,229</u>

See accompanying notes to financial statements.

## WONDERWORK, INC.

### Notes to Financial Statements

June 30, 2014 and 2013

#### (1) Description of Organization

WonderWork, Inc. (the Organization or WonderWork) is a not-for-profit organization, which was incorporated in 2011 to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries suffering from disease, illness, or disability, including, but not necessarily limited to, blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as creating general awareness of these disabilities and available treatments. Since the Organization was recently formed, many activities consisted of start-up related costs for the years ended June 30, 2014 and 2013. In 2012, WonderWork changed its name from Surgery for the Poor, Inc. to WonderWork, Inc.

#### (2) Summary of Significant Accounting Policies

##### (a) Basis of Presentation

The Organization's financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. Net assets and the changes therein are classified and reported as follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions.

Temporarily Restricted – Net assets subject to donor-imposed restrictions that will be met by actions of the Organization and/or the passage of time.

Revenues are reported as increases in unrestricted net assets unless their use is limited by explicit donor-imposed restrictions or by law. Expenses are reported as decreases in net assets.

##### (b) Fair Value

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that a reporting entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

##### (c) Accounting Estimates

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies at the date of the financial statements and revenues and expenses recognized during the reporting period. Significant estimates made in the preparation of the financial statements include determining the net realizable value of contributions,

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2014 and 2013

valuation of in-kind contributions, and functional expense allocations. Actual results could differ from those estimates.

**(d) Cash and Cash Equivalents**

The Organization considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents. The Organization maintains cash and cash equivalents in major financial institutions. Cash held by a financial institution that exceeds the Federal Deposit Insurance Corporation (FDIC) limits exposes the Organization to a concentration of credit risk.

**(e) Investments**

Investments are reported at fair value based upon quoted market prices.

**(f) Contributions**

Contributions, including unconditional promises to give (pledges), are recognized as revenue upon receipt and are considered to be unrestricted unless received with donor stipulations that limit their use through either purpose or time restrictions. Contributions with donor stipulations that limit their use are considered to be temporarily restricted until the donor restrictions expire, that is, when a time restriction ends or purpose restriction is fulfilled. Upon the expiration of donor stipulations, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the accompanying statements of activities as net assets released from restrictions. Contributions expected to be received after one year are discounted at a risk-adjusted rate of return.

**(g) Contributions In-Kind**

Contributions in-kind include donated services and materials related to the treatments sponsored by WonderWork. These contributions are recorded at fair value on the date of donation and are recognizable as they either create or enhance assets that are not financial in nature or provided by individuals with specialized skills that would need to be purchased if the services had not been donated.

**(h) Property and Equipment**

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed on the straight-line basis over the estimated useful lives of the assets ranging from 3 to 5 years. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful lives or the term of the lease.

**(i) Income Taxes**

WonderWork recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Income generated from activities unrelated to the WonderWork's exempt purpose is subject to tax under Internal Revenue Code Section 511. WonderWork utilizes a threshold of more likely than not for recognition and derecognition of tax positions taken or expected to be taken in a tax return. WonderWork did not recognize any unrelated business income tax liability for the years ended June 30, 2014 and 2013.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2014 and 2013

**(3) Contributions and Contributions Receivable**

Contributions receivable are scheduled to be collected as follows at June 30, 2014 and 2013:

	<u>2014</u>	<u>2013</u>
Amount due in one year or less	\$ 200,000	200,000
Amount due in 2 to 5 years	197,711	385,749
Less discount to present value at 2.4%	<u>(27,595)</u>	<u>(15,593)</u>
	<u>\$ 370,116</u>	<u>570,156</u>

Contributions receivable is from one donor at June 30, 2014 and 2013. Approximately 35% of contributions were received from 6 donors in 2014 and 30% of contributions were received from two donors in 2013.

**(4) Investments**

The following presents the Organization's investments measured at fair value as of June 30, 2014 and 2013. These all represent Level 1 investments in the fair value hierarchy.

	<u>2014</u>	<u>2013</u>
Vanguard total world stock	\$ 14,055,540	6,190,423
Vanguard all world stock excluding U.S.	—	175,670
Vanguard – other	—	65,532
Other	<u>11,275</u>	<u>—</u>
Total investments	<u>\$ 14,066,815</u>	<u>6,431,625</u>

**(5) Commitments**

The Organization has a lease agreement for the rental of its office in New York. Approximate minimum annual rentals related to this lease are as follows for the years ending June 30:

2015	\$ 182,500
2016	<u>136,875</u>
	<u>\$ 319,375</u>

Rent expense for the years ended June 30, 2014 and 2013 amounted to approximately \$187,000 and \$182,500, respectively.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2014 and 2013

**(6) Temporarily Restricted Net Assets**

Temporarily restricted net assets are available for the following as of June 30, 2014 and 2013:

	<u>2014</u>	<u>2013</u>
Blindness	\$ —	130,943
Burns	958,278	559,412
Clubfoot	1,053,968	594,495
Time	370,116	570,156
	<u>\$ 2,382,362</u>	<u>1,855,006</u>

Net assets were released from restrictions during the year ended June 30, 2014 by incurring expenses or the passage of time as follows:

	<u>2014</u>	<u>2013</u>
Blindness	\$ 4,271,517	505,508
Burns	614,320	894,222
Clubfoot	983,281	961,577
Hole in the heart	—	11,500
Hydrocephalus	300	11,500
Time	200,040	199,531
	<u>\$ 6,069,458</u>	<u>2,583,838</u>

**(7) Loans Payable**

In fiscal 2013, the Organization received an unsecured impact loan commitment of \$7,500,000 from a foundation to be used to generate additional funding for WonderWork programs and facilitate the more effective and efficient delivery of surgeries for the poor and needy served by WonderWork. Funds loaned by the foundation are to be repaid after 5 years at the rate of 2% per annum. As of June 30, 2013, WonderWork had drawn down \$2,500,000 of this loan. In 2014, an additional \$5,000,000 was drawn down under the loan.

In 2014, the Organization received unsecured impact loans commitment of \$2,000,000 to be used to generate additional funding for WonderWork programs. Funds loaned are to be repaid after 5 years at the rate of 2% per annum. In 2014, \$100,000 of these loans were forgiven and recognized as contribution revenue in the accompanying statement of activities.

As of June 30, 2014 and 2013, WonderWork had drawn down a total of \$9,400,000 and \$2,500,000 of these loans, respectively. Interest on the loans is not due until repayment. Accrued interest expense of \$118,750 at June 30, 2014 was recognized on these loans.

During 2013, WonderWork borrowed \$1,159,203 against its investment brokerage account with interest rates ranging from 5.25% to 6%. This loan was fully repaid in October 2013.



# **WONDERWORK, INC.**

## Notes to Financial Statements

June 30, 2014 and 2013

The aggregate amount of principal due on loans payable at June 30, 2014 is as follows:

2018	\$	7,500,000
2019		<u>1,900,000</u>
	\$	<u>9,400,000</u>

Pursuit to the loan agreements, Wonderwork met its loan covenants as of June 30, 2014, which consisted of maintaining assets in excess of \$1,500,000 and maintaining expenditures of 50% or more of all public donations on program service activities.

### **(8) Payable to HelpMeSee**

In August, 2011, WonderWork entered into a partnership agreement with HelpMeSee, another blindness charity and 501(c)(3), to work together to solve the problem of cataract blindness. This agreement provided that WonderWork would support HelpMeSee with program grants that WonderWork would pay to HelpMeSee, including an annual grant equal to the amount of the largest grant WonderWork made to a blindness partner from unrestricted funds that year, and a \$2,000,000 program grant payable at the end of the 5 year agreement. (If the agreement was terminated before 5 years, this grant would be pro-rated.) This agreement provided that HelpMeSee would help WonderWork through payments of \$166,667 per month to help pay for a portion of the expenses WonderWork incurred as part of this agreement. HelpMeSee terminated this agreement in the 12th month (August 2012) and currently the two organizations are in arbitration. The liability recorded at the termination of the agreement has been reversed as management believes the liability will not be paid.

### **(9) Allocation of Joint Costs**

In 2014 and 2013, Wonderwork conducted activities, principally direct mailings, that included fundraising appeals as well as program components. The joint costs incurred were allocated as follows:

	<u>2014</u>	<u>2013</u>
Program services	\$ 3,717,856	3,538,996
Fund-raising	<u>3,939,353</u>	<u>4,325,440</u>
Total	\$ <u>7,657,209</u>	<u>7,864,436</u>

### **(10) Contributions In-Kind**

In fiscal year 2014, in-kind contributions consisted of donated professional services, overhead for medical and surgical staff and facilities, medical surgical supplies, medications, and outreach from surgical partners. The amount that hospitals donate toward the overall cost needed to provide the surgeries was \$1,882,441.

**WONDERWORK, INC.**

Notes to Financial Statements

June 30, 2014 and 2013

**(11) Subsequent Events**

In connection with the preparation of the financial statements, the Organization evaluated subsequent events after the balance sheet date of June 30, 2014 through May 7, 2015, which was the date the financial statements were available to be issued and determined that there were no additional matters that are required to be disclosed.

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RECEIVED

MAY 15 2015

NYS OFFICE OF THE ATTORNEY GENERAL  
CHARITIES BUREAU

WON-EX 0236

FUCHS  
EXHIBIT 8

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# CHAR500

NYS Annual Filing for Charitable Organizations  
www.CharitiesNYS.com

Send with fee and attachments to:  
NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

**2014**  
**Open to Public**  
**Inspection**

## 1. General Information

For Fiscal Year Beginning (mm/dd/yyyy) <u>07 / 01 / 2014</u> and Ending (mm/dd/yyyy) <u>06 / 30 / 2015</u>		
Check if Applicable: <input checked="" type="checkbox"/> Address Change <input type="checkbox"/> Name Change <input type="checkbox"/> Initial Filing <input type="checkbox"/> Final Filing <input type="checkbox"/> Amended Filing <input type="checkbox"/> Reg ID Pending	Name of Organization: <u>WONDERWORK, INC.</u>	Employer Identification Number (EIN): <u>27-4159217</u>
	Mailing Address: <u>411 FIFTH AVENUE, SUITE 702</u>	NY Registration Number: <u>43-28-70</u>
	City / State / Zip: <u>NEW YORK, NY 10016</u>	Telephone: <u>(212) 729-1855</u>
	Website: <u>WWW.WONDERWORK.ORG</u>	Email: <u>HANA@WONDERWORK.ORG</u>
	Check your organization's registration category: <input type="checkbox"/> 7A only <input type="checkbox"/> EPTL only <input checked="" type="checkbox"/> DUAL (7A & EPTL) <input type="checkbox"/> EXEMPT	

Find your registration category in the Charities Registry at [www.CharitiesNYS.com](http://www.CharitiesNYS.com)

## 2. Certification

See instructions for certification requirements. Improper certification is a violation of law that may be subject to penalties.

We certify under penalties of perjury that we prepared this report, including all attachments, and to the best of our knowledge and belief, they are true, correct and complete in accordance with the laws of the State of New York applicable to this report.

President or Authorized Officer:

Signature

LED  
Title

5/13/16  
Date

Chief Financial Officer or Treasurer:

Signature

LED  
Title

5/13/16  
Date

## 3. Annual Reporting Exemption

Check the exemption(s) that apply to your filing. If your organization is claiming an exemption under the category (7A and EPTL only filers) or both categories (DUAL filers) that apply to your registration, complete only parts 1, 2, and 3, and submit the certified Char500. No fee, schedules, or additional attachments are required. If you cannot claim an exemption or are a DUAL filer that claims only one exemption, you must file applicable schedules and attachments and pay applicable fees.

☐ **3a. 7A filing exemption:** Total contributions from NY State including residents, foundations, government agencies, etc. did not exceed \$25,000 and the organization did not engage a professional fund raiser (PFR) or fund raising counsel (FRC) to solicit contributions during the fiscal year. Or the organization qualifies for another 7A exemption (see instructions).

☐ **3b. EPTL filing exemption:** Gross receipts did not exceed \$25,000 and the market value of assets did not exceed \$25,000 at any time during the fiscal year.

## 4. Schedules and Attachments

See the following page for a checklist of schedules and attachments to complete your filing.

☒ Yes ☐ No

4a. Did your organization use a professional fund raiser, fund raising counsel or commercial co-venturer for fund raising activity in NY State? If yes, complete Schedule 4a.

☐ Yes ☒ No

4b. Did the organization receive government grants? If yes, complete Schedule 4b.

## 5. Fee

See the checklist on the next page to calculate your fee(s). Indicate fee(s) you are submitting here:

7A filing fee:

\$ 25.

EPTL filing fee:

\$ 250.

Total fee:

\$ 275.

Make a single check or money order payable to:  
**"Department of Law"**

EXHIBIT 8

WIT: Fuchs

DATE: 8-14-17

DEBRA STEVENS, RPR, CRR

# CHAR500

## Annual Filing Checklist

Simply submit the certified CHAR500 with no fee, schedule, or additional attachments IF:

- Your organization is registered as 7A only and you marked the 7A filing exemption in Part 3.
- Your organization is registered as EPTL only and you marked the EPTL filing exemption in Part 3.
- Your organization is registered as DUAL and you marked both the 7A and EPTL filing exemption in Part 3.

## Checklist of Schedules and Attachments

Check the schedules you must submit with your CHAR500 as described in Part 4:

☒ If you answered "yes" in Part 4a, submit Schedule 4a: Professional Fund Raisers (PFR), Fund Raising Counsel (FRC), Commercial Co-Venturers (CCV)

☐ If you answered "yes" in Part 4b, submit Schedule 4b: Government Grants

Check the financial attachments you must submit with your CHAR500:

☒ IRS Form 990, 990-EZ, or 990-PF, and 990-T if applicable

☒ All additional IRS Form 990 Schedules Including Schedule B (Schedule of Contributors).

☐ IRS Form 990-T if applicable

If you are a 7A only or DUAL filer, submit the applicable independent Certified Public Accountant's Review or Audit Report:

☐ Review Report if you received total revenue and support greater than \$250,000 and up to \$500,000.

☒ Audit Report if you received total revenue and support greater than \$500,000

☐ No Review Report or Audit Report is required because total revenue and support is less than \$250,000

Note: The Audit and Review requirements are set to change in 2017 and 2021 in accordance with the Non Profit Revitalization Act of 2013. For more details, visit [www.CharitiesNYS.com](http://www.CharitiesNYS.com).

## Calculate Your Fee

For 7A and DUAL filers, calculate the 7A fee:

☐ \$0, if you marked the 7A exemption in Part 3a

☒ \$25, if you did not mark the 7A exemption in Part 3a

For EPTL and DUAL filers, calculate the EPTL fee:

☐ \$0, if you marked the EPTL exemption in Part 3b

☐ \$25, if the NET WORTH is less than \$50,000

☐ \$50, if the NET WORTH is \$50,000 or more but less than \$250,000

☐ \$100, if the NET WORTH is \$250,000 or more but less than \$1,000,000

☒ \$250, if the NET WORTH is \$1,000,000 or more but less than \$10,000,000

☐ \$750, if the NET WORTH is \$10,000,000 or more but less than \$50,000,000

☐ \$1500, if the NET WORTH is \$50,000,000 or more

### Is my organization a 7A, EPTL or DUAL filer?

- 7A filers are registered to solicit contributions in New York under Article 7-A of the Executive Law ("7A")
- EPTL filers are registered under the Estates, Powers & Trusts Law ("EPTL") because they hold assets and/or conduct activities for charitable purposes in NY.
- DUAL filers are registered under both 7A and EPTL.

Check your registration category and learn more about NY law at [www.CharitiesNYS.com](http://www.CharitiesNYS.com)

### Where do I find my organization's NET WORTH?

NET WORTH for fee purposes is calculated on:

- IRS Form 990 Part I, line 22
- IRS Form 990 EZ Part I line 21
- IRS Form 990 PF, calculate the difference between Total Assets at Fair Market Value (Part II, line 16(c)) and Total Liabilities (Part II, line 23(b)).

## Send Your Filing

Send your CHAR500, all schedules and attachments, and total fee to:

NYS Office of the Attorney General  
Charities Bureau Registration Section  
120 Broadway  
New York, NY 10271

CHAR500 Annual Filing for Charitable Organizations (Updated November 2014)

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Page 2

PAGE 2

WON-EX 0238

# CHAR500

Schedule 4a: Professional Fund Raisers, Fund Raising Counsels, Commercial Co-Venturers  
www.CharitiesNYS.com

2014

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If you checked the box in question 4a in Part 4 on the CHAR500 Annual Filing for Charitable Organizations, complete this schedule for EACH Professional Fund Raiser (PFR), Fund Raising Counsel (FRC) or Commercial Co-Venturer (CCV) that the organization engaged for fund raising activity in NY State. Use additional pages if necessary. Include this schedule with your certified CHAR500 NYS Annual Filing for Charitable Organizations.

## 1. Organization Information

Name of Organization: WONDERWORK, INC.	NY Registration Number: 43-28-70
---	-------------------------------------

## 2. Professional Fund Raiser, Fund Raising Counsel, Commercial Co-Venturer Information

Fund Raising Professional type: <input checked="" type="checkbox"/> Professional Fund Raiser <input type="checkbox"/> Fund Raising Counsel <input type="checkbox"/> Commercial Co-Venturer	Name of FRP: CDR FUNDRAISING GROUP Mailing Address: 16900 SCIENCE DR. #210 City / State / Zip: BOWIE, MD 20715	NY Registration Number: 32-52-14 Telephone: 301-858-1500
---	---	---

## 3. Contract Information

Contract Start Date: N/A	Contract End Date: N/A
-----------------------------	---------------------------

## 4. Description of Services

Services provided by FRP: MARKETING AND FUNDRAISING CONSULTING

## 5. Description of Compensation

Compensation arrangement with FRP: FLAT FEE PAID	Amount Paid to FRP: 227,500.
--	---------------------------------

## 6. Commercial Co-Venturer (CCV) Report

☐ Yes ☐ No If services were provided by a CCV, did the CCV provide the charitable organization with the interim or closing report(s) required by Section 173(a) part 3 of the Executive Law Article 7A?

## Definitions

A Professional Fund Raiser (PFR), in addition to other activities, conducts solicitation of contributions and/or handles the donations (Article 7A, 171-a.4).  
A Fund Raising Counsel (FRC) does not solicit or handle contributions but limits activities to advising or assisting a charitable organization to perform such functions for itself (Article 7A, 171-a.9).  
A Commercial Co-Venturer (CCV) is an individual or for-profit company that is regularly and primarily engaged in trade or commerce other than raising funds for a charitable organization and who advertises that the purchase or use of goods, services, entertainment or any other thing of value will benefit a charitable organization (Article 7A, 171-a.8).

Form **990****Return of Organization Exempt From Income Tax**

OMB No. 1545-0047

**2014**Open to Public  
InspectionDepartment of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.

Information about Form 990 and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).**A** For the 2014 calendar year, or tax year beginning **07/01, 2014**, and ending **06/30, 2015****B** Check if applicable:

- ☒ Address change  
☐ Name change  
☐ Initial return  
☐ Final return/terminated  
☐ Amended return  
☐ Application pending

**C** Name of organization

WONDERWORK, INC.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address)

411 FIFTH AVENUE, SUITE 702

City or town, state or province, country, and ZIP or foreign postal code

NEW YORK, NY 10016

F Name and address of principal officer: BRIAN MULLANEY

411 FIFTH AVENUE NEW YORK, NY 10016

**D** Employer identification number

27-4159217

**E** Telephone number

(212) 729-1855

**G** Gross receipts \$ 26,739,454**H(a)** Is this a group return for subsidiaries? Yes ☐ No ☒**H(b)** Are all subsidiaries included? Yes ☐ No ☐

If "No," attach a list (see instructions)

**H(e)** Group exemption number**I** Tax-exempt status: ☒ 501(c)(3) ☐ 501(c)( ) (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: WWW.WONDERWORK.ORG**K** Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other**L** Year of formation: 2011 **M** State of legal domicile: DE**Part I Summary**

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: PROVIDE FREE SURGERY TO INDIGENT CHILDREN AND ADULTS, FINANCIAL SUPPORT FOR LOCAL HOSPITALS, AND RAISE AWARENESS ABOUT THE LACK OF ACCESS TO SURGERY IN DEVELOPING COUNTRIES	
	2	Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.	
	3	Number of voting members of the governing body (Part VI, line 1a) 3 4	
	4	Number of independent voting members of the governing body (Part VI, line 1b) 4 3	
	5	Total number of individuals employed in calendar year 2014 (Part V, line 2a) 5 14	
	6	Total number of volunteers (estimate if necessary) 6 3	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12 7a 0	
	7b	Net unrelated business taxable income from Form 990-T, line 34 7b 0	
	Revenue	8	Contributions and grants (Part VIII, line 1h) 12,179,667 12,396,269
		9	Program service revenue (Part VIII, line 2g) 0 0
10		Investment income (Part VIII, column (A), lines 3, 4, and 7d) 647,872 2,254,262	
11		Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 759,126 2,059	
12		Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 13,586,665 14,652,590	
Expenses		13	Grants and similar amounts paid (Part IX, column (A), lines 1-3) 1,543,055 1,992,500
		14	Benefits paid to or for members (Part IX, column (A), line 4) 0 0
		15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 1,721,682 1,617,552
		16a	Professional fundraising fees (Part IX, column (A), line 11e) 0 0
		16b	Total fundraising expenses (Part IX, column (D), line 26) 2,875,177
	17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 9,521,813 8,684,299	
	18	Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 12,786,550 12,294,351	
	19	Revenue less expenses. Subtract line 18 from line 12 800,115 2,358,239	
	Net Assets or Fund Balances	20	Total assets (Part X, line 16) 15,445,443 14,545,082
		21	Total liabilities (Part X, line 26) 10,686,666 9,836,110
22		Net assets or fund balances. Subtract line 21 from line 20 4,758,777 4,708,972	

**Part II Signature Block**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer

Date

Type or print name and title

Paid Preparer Use Only

Print/type preparer's name

Preparer's signature

Date

Check ☐ if self-employed

PTIN

PHILLIP GROFF

05/12/2016

P01247783

Firm's name KPMG LLP

Firm's EIN 13-5565207

Firm's address 345 PARK AVENUE NEW YORK, NY 10154-0102

Phone no. 212-758-9700

May the IRS discuss this return with the preparer shown above? (see instructions)

Yes ☒ No ☐

For Paperwork Reduction Act Notice, see the separate instructions.

Form 990 (2014)

JSA

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PAGE 1

WON-EX 0240



Form **8868**

(Rev. January 2014)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**▶ File a separate application for each return.  
▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

OMB No. 1545-1709

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

**Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on e-file for Charities & Nonprofits.

**Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).**

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

**Type or  
print**File by the  
due date for  
filing your  
return. See  
instructions.

Name of exempt organization or other filer, see instructions.

WONDERWORK, INC.

Number, street, and room or suite no. If a P.O. box, see instructions.

420 5TH AVENUE, 27TH FLOOR

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

NEW YORK, NY 10018

Employer identification number (EIN) or

27-4159217

Social security number (SSN)

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ **01**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ HANA FUCHS, 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018

Telephone No. ▶ 212 729-1855

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box ☐ . . . . . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 02/15, 2016, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☐ calendar year 20   or
- ▶ ☒ tax year beginning 07/01, 2014, and ending 06/30, 2015.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

- 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.
- 3a \$ 0
- b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.
- 3b \$ 0
- c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.
- 3c \$ 0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 1-2014)

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• If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box. ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number, see instructions Employer identification number (EIN) or
	WONDERWORK, INC.	27-4159217
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	420 5TH AVENUE, 27TH FLOOR City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

Enter the Return code for the return that this application is for (file a separate application for each return) **011**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

• The books are in the care of **HANA FUCHS, 420 FIFTH AVENUE, 27TH FLOOR NEW YORK, NY 10018**

Telephone No. **212 729-1855** Fax No. ☐

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **05/16, 2016**.

5 For calendar year ☐, or other tax year beginning **07/01, 2014**, and ending **06/30, 2015**.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension **INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.**

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.

8a \$ **0**

b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.

8b \$ **0**

c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.

8c \$ **0**

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title **PAID PREPARER** Date **1/27/2016**

Form 8868 (Rev. 1-2014)

**Part III** Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☒ X**1** Briefly describe the organization's mission:

PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND  
ADULTS EVERYWHERE, INCLUDING THOSE IN DEVELOPING COUNTRIES, SUFFERING  
FROM DISEASE, ILLNESS, OR DISABILITY. FOR MORE INFORMATION, SEE  
SCHEDULE O.

**2** Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O.

**3** Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☒ Yes ☐ No

If "Yes," describe these changes on Schedule O.

**4** Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

**4a** (Code: ) (Expenses \$ 8,856,965 including grants of \$ 1,992,520 ) (Revenue \$ )  
WONDERWORK EMPOWERS AND PARTNERS WITH LOCAL SURGEONS, HOSPITALS,  
AND CHARITABLE ORGANIZATIONS ENGAGED IN THE DELIVERY OF  
LIFE-CHANGING SURGERY AND RELATED CARE BY PROVIDING TRAINING AND  
EDUCATION, FINANCIAL SUPPORT AND EQUIPMENT. WONDERWORK ALSO  
EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL  
CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH  
DISABILITIES.

**4b** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4c** (Code: ) (Expenses \$ including grants of \$ ) (Revenue \$ )

**4d** Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

**4e** Total program service expenses 8,856,965.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? If "Yes," complete Schedule A.	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors (see instructions)?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I.		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? If "Yes," complete Schedule C, Part II.		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? If "Yes," complete Schedule C, Part III.		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? If "Yes," complete Schedule D, Part I.		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? If "Yes," complete Schedule D, Part II.		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? If "Yes," complete Schedule D, Part III.		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? If "Yes," complete Schedule D, Part IV.		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? If "Yes," complete Schedule D, Part V.		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? If "Yes," complete Schedule D, Part VI.	X	
b Did the organization report an amount for investments-other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VII.		X
c Did the organization report an amount for investments-program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part VIII.		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? If "Yes," complete Schedule D, Part IX.		X
e Did the organization report an amount for other liabilities in Part X, line 25? If "Yes," complete Schedule D, Part X.		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? If "Yes," complete Schedule D, Part X.	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? If "Yes," complete Schedule D, Parts XI and XII.	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional.		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E.		X
14a Did the organization maintain an office, employees, or agents outside of the United States?	X	
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? If "Yes," complete Schedule F, Parts I and IV.	X	
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? If "Yes," complete Schedule F, Parts II and IV.	X	
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? If "Yes," complete Schedule F, Parts III and IV.		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? If "Yes," complete Schedule G, Part I (see instructions).	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? If "Yes," complete Schedule G, Part II.		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 8e? If "Yes," complete Schedule G, Part III.		X
20a Did the organization operate one or more hospital facilities? If "Yes," complete Schedule H.		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		X

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Form 990 (2014)

**Part IV Checklist of Required Schedules (continued)**

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or domestic government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II . . . . .		X
22 Did the organization report more than \$5,000 of grants or other assistance to or for domestic individuals on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III . . . . .		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 6 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J . . . . .	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a. . . . .		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception? . . . . .		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds? . . . . .		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year? . . . . .		
25a Section 501(c)(3), 501(c)(4), and 501(c)(29) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I . . . . .		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I . . . . .		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If "Yes," complete Schedule L, Part II . . . . .	X	
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III . . . . .		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV . . . . .		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV . . . . .		X
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M. . . . .	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M . . . . .		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I. . . . .		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II . . . . .		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I . . . . .		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1 . . . . .		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)? . . . . .		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2 . . . . .		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2 . . . . .		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI . . . . .		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19? Note. All Form 990 filers are required to complete Schedule O . . . . .	X	

Form 990 (2014)

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WON-EX 0245

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a	15
b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b	0
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c	X
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return	2a	14
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note. If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b	X
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a	X
b	If "Yes," has it filed a Form 990-T for this year? If "No" to line 3b, provide an explanation in Schedule O	3b	
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a	X
b	If "Yes," enter the name of the foreign country: ▶ See instructions for filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR).		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a	X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction? If "Yes" to line 5a or 5b, did the organization file Form 8886-T?	5b	X
c	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	5c	
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6a	X
7	Organizations that may receive deductible contributions under section 170(c).	6b	
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a	X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b	X
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c	X
d	If "Yes," indicate the number of Forms 8282 filed during the year	7d	
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e	X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f	X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g	
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h	
8	Sponsoring organizations maintaining donor advised funds. Did a donor advised fund maintained by the sponsoring organization have excess business holdings at any time during the year?	8	
9	Sponsoring organizations maintaining donor advised funds.		
a	Did the sponsoring organization make any taxable distributions under section 4966?	9a	
b	Did the sponsoring organization make a distribution to a donor, donor advisor, or related person?	9b	
10	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on Part VIII, line 12	10a	
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities	10b	
11	Section 501(c)(12) organizations. Enter:		
a	Gross income from members or shareholders	11a	
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b	
12a	Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a	
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year	12b	
13	Section 501(c)(29) qualified nonprofit health insurance issuers.		
a	Is the organization licensed to issue qualified health plans in more than one state?	13a	
	Note. See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans	13b	
c	Enter the amount of reserves on hand	13c	
14a	Did the organization receive any payments for indoor tanning services during the tax year?	14a	X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O	14b	

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI ☒ X

**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year . . . . .		
If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
1b Enter the number of voting members included in line 1a, above, who are independent . . . . .		
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee? . . . . .		X
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person? . .		X
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed? . . . . .		X
5 Did the organization become aware during the year of a significant diversion of the organization's assets? . . . .		X
6 Did the organization have members or stockholders? . . . . .		X
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body? . . . . .		X
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body? . . . . .		X
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body? . . . . .	X	
b Each committee with authority to act on behalf of the governing body? . . . . .	X	
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O . . . . .		X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates? . . . . .		X
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes? . . .		
10b		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form? . .	X	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990.		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13 . . . . .	X	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts? . . . . .	X	
12b	X	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done . . . . .	X	
12c	X	
13 Did the organization have a written whistleblower policy? . . . . .	X	
14 Did the organization have a written document retention and destruction policy? . . . . .	X	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official . . . . .	X	
b Other officers or key employees of the organization . . . . .	X	
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year? . . . . .		X
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements? . . . . .		
16b		

**Section C. Disclosure**

17 List the states with which a copy of this Form 990 is required to be filed ► **ATTACHMENT 1**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.

☒ Own website ☐ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how) the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.

20 State the name, address, and telephone number of the person who possesses the organization's books and records: ►

HADA FUCHS 411 FIFTH AVENUE, SUITE 702 NEW YORK, NY 10016

212-729-1655

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Form 990 (2014)

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WON-EX 0247

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**Check if Schedule O contains a response or note to any line in this Part VII. ☐**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees****1a** Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

☐ Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below dotted line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Officer	Key employee	Highest compensated employee	Former				
(1) BRIAN MULLANEY CO-FOUNDER, PRESIDENT & CEO	40.00 0	X	X					475,000.	0	43,682.
(2) JJ CONEYS AUDIT COMMITTEE CHAIR	1.00 0	X						0	0	0
(3) RAVI KANT DIRECTOR	1.00 0	X						0	0	0
(4) THEODORE DYSART TREASURER/SECRETARY	1.00 0	X	X					0	0	0
(5) HANA FUCHS CHIEF FINANCIAL OFFICER	40.00 0		X					220,000.	0	5,569.
(6) DELOIS GREENWOOD SENIOR ADVISOR GLOBAL PROGRAMS	40.00 0				X			192,500.	0	3,313.
(7) KAREN LAZARUS DIRECTOR STRATEGIC PROJECTS	40.00 0				X			165,000.	0	20,308.
(8) ELAINE PATAFIO DIRECTOR MARKETING	40.00 0				X			152,500.	0	10,892.
(9)										
(10)										
(11)										
(12)										
(13)										
(14)										



**Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual	X	
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

## Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
ATTACHMENT 2		
2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 in compensation from the organization		2

**Part VIII Statement of Revenue**Check if Schedule O contains a response or note to any line in this Part VIII. ☐

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
<b>Contributions, Gifts, Grants and Other Similar Amounts</b>	1a Federated campaigns . . . . .	1a			
	b Membership dues . . . . .	1b			
	c Fundraising events . . . . .	1c			
	d Related organizations . . . . .	1d			
	e Government grants (contributions) . . . . .	1e			
	f All other contributions, gifts, grants, and similar amounts not included above . . . . .	1f	12,396,259.		
	g Noncash contributions included in lines 1a-1f: \$ . . . . .		230,759.		
	<b>h Total. Add lines 1a-1f . . . . .</b>		<b>12,396,259.</b>		
<b>Program Service Revenue</b>	2a <u>Business Code</u> . . . . .				
	b . . . . .				
	c . . . . .				
	d . . . . .				
	e . . . . .				
	f All other program service revenue . . . . .				
	<b>g Total. Add lines 2a-2f . . . . .</b>		<b>0.</b>		
	<b>Other Revenue</b>	3 Investment income (including dividends, interest, and other similar amounts). . . . .		422,046.	
4 Income from investment of tax-exempt bond proceeds . . . . .			0.		
5 Royalties . . . . .			0.		
		(i) Real (ii) Personal			
6a Gross rents . . . . .					
b Less: rental expenses . . . . .					
c Rental income or (loss) . . . . .					
d Net rental income or (loss) . . . . .			0.		
7a Gross amount from sales of . . . . .		(i) Securities (ii) Other			
assets other than inventory . . . . .			13,919,080.		
b Less: cost or other basis . . . . .					
and sales expenses . . . . .			12,086,864.		
c Gain or (loss) . . . . .			1,832,216.		
d Net gain or (loss) . . . . .			1,832,216.		1,832,216.
8a Gross income from fundraising events (not including \$ . . . . . of contributions reported on line 1c). See Part IV, line 18 . . . . .		a			
b Less: direct expenses . . . . .		b			
c Net income or (loss) from fundraising events . . . . .			0.		
9a Gross income from gaming activities. See Part IV, line 19 . . . . .		a			
b Less: direct expenses . . . . .		b			
c Net income or (loss) from gaming activities . . . . .			0.		
10a Gross sales of inventory, less returns and allowances . . . . .	a				
b Less: cost of goods sold . . . . .	b				
c Net income or (loss) from sales of inventory . . . . .		0.			
<b>Miscellaneous Revenue</b>		<b>Business Code</b>			
11a MISCELLANEOUS . . . . .	300099	2,059.		2,059.	
b . . . . .					
c . . . . .					
d All other revenue . . . . .					
<b>e Total. Add lines 11a-11d . . . . .</b>		<b>2,059.</b>			
<b>12 Total revenue. See instructions . . . . .</b>		<b>14,652,590.</b>		<b>2,256,321.</b>	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX ☐

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.

	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to domestic organizations and domestic governments. See Part IV, line 21 . . . .	0			
2 Grants and other assistance to domestic individuals. See Part IV, line 22 . . . . .	0			
3 Grants and other assistance to foreign organizations, foreign governments, and foreign individuals. See Part IV, lines 15 and 16 . . . . .	1,992,500.	1,992,500.		
4 Benefits paid to or for members . . . . .	0			
5 Compensation of current officers, directors, trustees, and key employees . . . . .	708,867.	503,853.	43,649.	161,365.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) . . . . .	0			
7 Other salaries and wages . . . . .	701,468.	498,593.	43,196.	159,679.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions) . . . . .	19,719.	14,015.	1,215.	4,489.
9 Other employee benefits . . . . .	110,407.	78,475.	6,799.	25,133.
10 Payroll taxes . . . . .	77,091.	54,795.	4,747.	17,549.
11 Fees for services (non-employees):				
a Management . . . . .	0			
b Legal . . . . .	361,906.	278,888.	38,399.	44,619.
c Accounting . . . . .	56,075.	43,212.	5,950.	6,913.
d Lobbying . . . . .	0			
e Professional fundraising services. See Part IV, line 17.	0			
f Investment management fees . . . . .	0			
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Schedule O.) . . . . .	308,500.	237,733.	32,732.	38,035.
12 Advertising and promotion . . . . .	103,661.	66,633.	4,115.	32,913.
13 Office expenses . . . . .	7,066,282.	4,563,580.	281,296.	2,221,406.
14 Information technology . . . . .	17,898.	13,749.	772.	*3,377.
15 Royalties . . . . .	0			
16 Occupancy . . . . .	195,988.	150,555.	8,453.	36,980.
17 Travel . . . . .	314,072.	190,696.	55,065.	68,311.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials . . . . .	0			
19 Conferences, conventions, and meetings . . . . .	0			
20 Interest . . . . .	0			
21 Payments to affiliates . . . . .	0			
22 Depreciation, depletion, and amortization . . . . .	42,785.	32,866.	1,846.	8,073.
23 Insurance . . . . .	30,965.	23,787.	1,335.	5,843.
24 Other expenses. Itemize expenses not covered above (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a MISCELLANEOUS . . . . .	186,167.	113,035.	32,640.	40,492.
b . . . . .				
c . . . . .				
d . . . . .				
e All other expenses . . . . .				
25 Total functional expenses. Add lines 1 through 24e . . . . .	12,294,351.	8,856,965.	562,209.	2,875,177.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation. Check here <input type="checkbox"/> if following SOP 98-2 (ASC 958-720) . . . . .	0			

**Part X Balance Sheet**Check if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
<b>Assets</b>	1 Cash - non-interest-bearing	460,840.	1	499,723.
	2 Savings and temporary cash investments	413,121.	2	590,395.
	3 Pledges and grants receivable, net	370,116.	3	197,136.
	4 Accounts receivable, net	0	4	4,740.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.	0	5	0
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instructions). Complete Part II of Schedule L.	0	6	0
	7 Notes and loans receivable, net	0	7	0
	8 Inventories for sale or use	0	8	0
	9 Prepaid expenses and deferred charges	45,625.	9	45,625.
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 160,567.		
	b Less: accumulated depreciation.	10b 103,229.	10c 88,926.	57,338.
	11 Investments - publicly traded securities	14,066,815.	11	13,150,125.
	12 Investments - other securities. See Part IV, line 11.	0	12	0
	13 Investments - program-related. See Part IV, line 11.	0	13	0
	14 Intangible assets	0	14	0
15 Other assets. See Part IV, line 11.	0	15	0	
16 <b>Total assets. Add lines 1 through 15 (must equal line 34).</b>	15,445,443.	16	14,545,082.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	1,167,916.	17	233,693.
	18 Grants payable	0	18	0
	19 Deferred revenue	0	19	0
	20 Tax-exempt bond liabilities	0	20	0
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.	0	21	0
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.	200,000.	22	150,000.
	23 Secured mortgages and notes payable to unrelated third parties	0	23	0
	24 Unsecured notes and loans payable to unrelated third parties.	9,318,750.	24	9,452,417.
	25 Other liabilities (including federal income tax payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.	0	25	0
	26 <b>Total liabilities. Add lines 17 through 25.</b>	10,686,666.	26	9,836,110.
<b>Net Assets or Fund Balances</b>	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.			
	27 Unrestricted net assets	2,376,415.	27	211,918.
	28 Temporarily restricted net assets	2,382,362.	28	4,497,054.
	29 Permanently restricted net assets	0	29	0
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.			
	30 Capital stock or trust principal, or current funds		30	
	31 Paid-in or capital surplus, or land, building, or equipment fund		31	
	32 Retained earnings, endowment, accumulated income, or other funds		32	
33 <b>Total net assets or fund balances</b>	4,758,777.	33	4,708,972.	
34 <b>Total liabilities and net assets/fund balances.</b>	15,445,443.	34	14,545,082.	

Form 990 (2014)

**Part XI Reconciliation of Net Assets**Check if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	14,652,590.
2	Total expenses (must equal Part IX, column (A), line 25)	2	12,294,351.
3	Revenue less expenses. Subtract line 2 from line 1	3	2,358,239.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	4,758,777.
5	Net unrealized gains (losses) on investments	5	-2,408,044.
6	Donated services and use of facilities	6	0
7	Investment expenses	7	0
8	Prior period adjustments	8	0
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	4,708,972.

**Part XII Financial Statements and Reporting**Check if Schedule O contains a response or note to any line in this Part XII ☐

1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other	Yes	No
	If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant?	2a	X
	If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both:		
	<input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
b	Were the organization's financial statements audited by an independent accountant?	2b	X
	If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both:		
	<input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	X
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits.	3b	

Form 990 (2014)

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

► Attach to Form 990 or Form 990-EZ.

► Information about Schedule A (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.**

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 ☐ A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 ☐ A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 ☐ A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: \_\_\_\_\_
- 5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 ☐ A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 ☐ A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 ☐ An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 ☐ An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box in lines 11a through 11d that describes the type of supporting organization and complete lines 11e, 11f, and 11g.
- a ☐ Type I. A supporting organization operated, supervised, or controlled by its supported organization(s), typically by giving the supported organization(s) the power to regularly appoint or elect a majority of the directors or trustees of the supporting organization. You must complete Part IV, Sections A and B.
- b ☐ Type II. A supporting organization supervised or controlled in connection with its supported organization(s), by having control or management of the supporting organization vested in the same persons that control or manage the supported organization(s). You must complete Part IV, Sections A and C.
- c ☐ Type III functionally integrated. A supporting organization operated in connection with, and functionally integrated with, its supported organization(s) (see instructions). You must complete Part IV, Sections A, D, and E.
- d ☐ Type III non-functionally integrated. A supporting organization operated in connection with its supported organization(s) that is not functionally integrated. The organization generally must satisfy a distribution requirement and an attentiveness requirement (see instructions). You must complete Part IV, Sections A and D, and Part V.
- e ☐ Check this box if the organization received a written determination from the IRS that it is a Type I, Type II, Type III functionally integrated, or Type III non-functionally integrated supporting organization.

f Enter the number of supported organizations \_\_\_\_\_

g Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization listed in your governing document?		(v) Amount of monetary support (see instructions)	(vi) Amount of other support (see instructions)
			Yes	No		
(A)						
(B)						
(C)						
(D)						
(E)						
<b>Total</b>						

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2014

**Part II** **Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**  
(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	50,767.	7,878,990.	7,446,172.	12,912,667.	12,396,269.	40,684,865.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
4 Total. Add lines 1 through 3. . . . .	50,767.	7,878,990.	7,446,172.	12,912,667.	12,396,269.	40,684,865.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f). . . . .						0
6 Public support. Subtract line 5 from line 4. . . . .						40,684,865.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
7 Amounts from line 4 . . . . .	50,767.	7,878,990.	7,446,172.	12,912,667.	12,396,269.	40,684,865.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	6.	1,314.	41,243.	270,263.		312,826.
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI). . . . .						0
11 Total support. Add lines 7 through 10 . . . . .						40,997,691.
12 Gross receipts from related activities, etc. (see instructions) . . . . .					12	1,333,667.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . .						<input checked="" type="checkbox"/>

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2014 (line 6, column (f) divided by line 11, column (f)) . . . . .	14	%
15 Public support percentage from 2013 Schedule A, Part II, line 14 . . . . .	15	%
16a 33 1/3% support test - 2014. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 33 1/3% support test - 2013. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
17a 10%-facts-and-circumstances test - 2014. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
b 10%-facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part VI how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . .		<input type="checkbox"/>
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . .		<input type="checkbox"/>

Schedule A (Form 990 or 990-EZ) 2014

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WON-EX 0255

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
1 Grants, gifts, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .						
3 Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						
5 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						
6 Total. Add lines 1 through 5 . . . . .						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . . .						
c Add lines 7a and 7b. . . . .						
8 Public support. (Subtract line 7c from line 6.) . . . . .						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2010	(b) 2011	(c) 2012	(d) 2013	(e) 2014	(f) Total
9 Amounts from line 6 . . . . .						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .						
c Add lines 10a and 10b . . . . .						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part VI.) . . . . .						
13 Total support. (Add lines 9, 10c, 11, and 12.) . . . . .						
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. . . . . <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2014 (line 8, column (f) divided by line 13, column (f)). . . . .	15	%
16 Public support percentage from 2013 Schedule A, Part III, line 16 . . . . .	16	%

**Section D. Computation of Investment Income Percentage**

17 Investment income percentage for 2014 (line 10c, column (f) divided by line 13, column (f)) . . . . .	17	%
18 Investment income percentage from 2013 Schedule A, Part III, line 17 . . . . .	18	%

- 19a 33 1/3% support tests - 2014. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐
- b 33 1/3% support tests - 2013. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ▶ ☐
- 20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶ ☐



**Part IV Supporting Organizations**

(Complete only if you checked a box on line 11 of Part I. If you checked 11a of Part I, complete Sections A and B. If you checked 11b of Part I, complete Sections A and C. If you checked 11c of Part I, complete Sections A, D, and E. If you checked 11d of Part I, complete Sections A and D, and complete Part V.)

**Section A. All Supporting Organizations**

	Yes	No
1 Are all of the organization's supported organizations listed by name in the organization's governing documents? If "No," describe in Part VI how the supported organizations are designated. If designated by class or purpose, describe the designation. If historic and continuing relationship, explain.		
2 Did the organization have any supported organization that does not have an IRS determination of status under section 509(a)(1) or (2)? If "Yes," explain in Part VI how the organization determined that the supported organization was described in section 509(a)(1) or (2).		
3a Did the organization have a supported organization described in section 501(c)(4), (5), or (6)? If "Yes," answer (b) and (c) below.		
b Did the organization confirm that each supported organization qualified under section 501(c)(4), (5), or (6) and satisfied the public support tests under section 509(a)(2)? If "Yes," describe in Part VI when and how the organization made the determination.		
c Did the organization ensure that all support to such organizations was used exclusively for section 170(c)(2)(B) purposes? If "Yes," explain in Part VI what controls the organization put in place to ensure such use.		
4a Was any supported organization not organized in the United States ("foreign supported organization")? If "Yes" and if you checked 11a or 11b in Part I, answer (b) and (c) below.		
b Did the organization have ultimate control and discretion in deciding whether to make grants to the foreign supported organization? If "Yes," describe in Part VI how the organization had such control and discretion despite being controlled or supervised by or in connection with its supported organizations.		
c Did the organization support any foreign supported organization that does not have an IRS determination under sections 501(c)(3) and 509(a)(1) or (2)? If "Yes," explain in Part VI what controls the organization used to ensure that all support to the foreign supported organization was used exclusively for section 170(c)(2)(B) purposes.		
5a Did the organization add, substitute, or remove any supported organizations during the tax year? If "Yes," answer (b) and (c) below (if applicable). Also, provide detail in Part VI, including (i) the names and EIN numbers of the supported organizations added, substituted, or removed, (ii) the reasons for each such action, (iii) the authority under the organization's organizing document authorizing such action, and (iv) how the action was accomplished (such as by amendment to the organizing document).		
b Type I or Type II only. Was any added or substituted supported organization part of a class already designated in the organization's organizing document?		
c Substitutions only. Was the substitution the result of an event beyond the organization's control?		
6 Did the organization provide support (whether in the form of grants or the provision of services or facilities) to anyone other than (a) its supported organizations; (b) individuals that are part of the charitable class benefited by one or more of its supported organizations; or (c) other supporting organizations that also support or benefit one or more of the filing organization's supported organizations? If "Yes," provide detail in Part VI.		
7 Did the organization provide a grant, loan, compensation, or other similar payment to a substantial contributor (defined in IRC 4958(c)(3)(C)), a family member of a substantial contributor, or a 35-percent controlled entity with regard to a substantial contributor? If "Yes," complete Part I of Schedule L (Form 990).		
8 Did the organization make a loan to a disqualified person (as defined in section 4958) not described in line 7? If "Yes," complete Part I of Schedule L (Form 990).		
9a Was the organization controlled directly or indirectly at any time during the tax year by one or more disqualified persons as defined in section 4946 (other than foundation managers and organizations described in section 509(a)(1) or (2))? If "Yes," provide detail in Part VI.		
b Did one or more disqualified persons (as defined in line 9(a)) hold a controlling interest in any entity in which the supporting organization had an interest? If "Yes," provide detail in Part VI.		
c Did a disqualified person (as defined in line 9(a)) have an ownership interest in, or derive any personal benefit from, assets in which the supporting organization also had an interest? If "Yes," provide detail in Part VI.		
10a Was the organization subject to the excess business holdings rules of IRC 4943 because of IRC 4943(f) (regarding certain Type II supporting organizations, and all Type III non-functionally integrated supporting organizations)? If "Yes," answer (b) below.		
b Did the organization have any excess business holdings in the tax year? (Use Schedule C, Form 4720, to determine whether the organization had excess business holdings.)		

**Part IV Supporting Organizations (continued)**

	Yes	No
11 Has the organization accepted a gift or contribution from any of the following persons?		
a A person who directly or indirectly controls, either alone or together with persons described in (b) and (c) below, the governing body of a supported organization?		
11a		
b A family member of a person described in (a) above?		
11b		
c A 35% controlled entity of a person described in (a) or (b) above? If "Yes" to a, b, or c, provide detail in Part VI.		
11c		

**Section B. Type I Supporting Organizations**

	Yes	No
1 Did the directors, trustees, or membership of one or more supported organizations have the power to regularly appoint or elect at least a majority of the organization's directors or trustees at all times during the tax year? If "No," describe in Part VI how the supported organization(s) effectively operated, supervised, or controlled the organization's activities. If the organization had more than one supported organization, describe how the powers to appoint and/or remove directors or trustees were allocated among the supported organizations and what conditions or restrictions, if any, applied to such powers during the tax year.		
1		
2 Did the organization operate for the benefit of any supported organization other than the supported organization(s) that operated, supervised, or controlled the supporting organization? If "Yes," explain in Part VI how providing such benefit carried out the purposes of the supported organization(s) that operated, supervised, or controlled the supporting organization.		
2		

**Section C. Type II Supporting Organizations**

	Yes	No
1 Were a majority of the organization's directors or trustees during the tax year also a majority of the directors or trustees of each of the organization's supported organization(s)? If "No," describe in Part VI how control or management of the supporting organization was vested in the same persons that controlled or managed the supported organization(s).		
1		

**Section D. All Type III Supporting Organizations**

	Yes	No
1 Did the organization provide to each of its supported organizations, by the last day of the fifth month of the organization's tax year, (1) a written notice describing the type and amount of support provided during the prior tax year, (2) a copy of the Form 990 that was most recently filed as of the date of notification, and (3) copies of the organization's governing documents in effect on the date of notification, to the extent not previously provided?		
1		
2 Were any of the organization's officers, directors, or trustees either (i) appointed or elected by the supported organization(s) or (ii) serving on the governing body of a supported organization? If "No," explain in Part VI how the organization maintained a close and continuous working relationship with the supported organization(s).		
2		
3 By reason of the relationship described in (2), did the organization's supported organizations have a significant voice in the organization's investment policies and in directing the use of the organization's income or assets at all times during the tax year? If "Yes," describe in Part VI the role the organization's supported organizations played in this regard.		
3		

**Section E. Type III Functionally-Integrated Supporting Organizations**

- 1 Check the box next to the method that the organization used to satisfy the Integral Part Test during the year (see instructions):
- a ☐ The organization satisfied the Activities Test. Complete line 2 below.
- b ☐ The organization is the parent of each of its supported organizations. Complete line 3 below.
- c ☐ The organization supported a governmental entity. Describe in Part VI how you supported a government entity (see instructions).

**2 Activities Test. Answer (a) and (b) below.**

	Yes	No
a Did substantially all of the organization's activities during the tax year directly further the exempt purposes of the supported organization(s) to which the organization was responsive? If "Yes," then in Part VI identify those supported organizations and explain how these activities directly furthered their exempt purposes, how the organization was responsive to those supported organizations, and how the organization determined that these activities constituted substantially all of its activities.		
2a		
b Did the activities described in (a) constitute activities that, but for the organization's involvement, one or more of the organization's supported organization(s) would have been engaged in? If "Yes," explain in Part VI the reasons for the organization's position that its supported organization(s) would have engaged in these activities but for the organization's involvement.		
2b		
3 Parent of Supported Organizations. Answer (a) and (b) below.		
a Did the organization have the power to regularly appoint or elect a majority of the officers, directors, or trustees of each of the supported organizations? Provide details in Part VI.		
3a		
b Did the organization exercise a substantial degree of direction over the policies, programs, and activities of each of its supported organizations? If "Yes," describe in Part VI the role played by the organization in this regard.		
3b		

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations**

- 1 ☐ Check here if the organization satisfied the Integral Part Test as a qualifying trust on Nov. 20, 1970. See instructions. All other Type III non-functionally integrated supporting organizations must complete Sections A through E.

Section A - Adjusted Net Income		(A) Prior Year	(B) Current Year (optional)
1 Net short-term capital gain	1		
2 Recoveries of prior-year distributions	2		
3 Other gross income (see instructions)	3		
4 Add lines 1 through 3	4		
5 Depreciation and depletion	5		
6 Portion of operating expenses paid or incurred for production or collection of gross income or for management, conservation, or maintenance of property held for production of income (see instructions)	6		
7 Other expenses (see instructions)	7		
8 Adjusted Net Income (subtract lines 5, 6 and 7 from line 4)	8		
Section B - Minimum Asset Amount		(A) Prior Year	(B) Current Year (optional)
1 Aggregate fair market value of all non-exempt-use assets (see instructions for short tax year or assets held for part of year):			
a Average monthly value of securities	1a		
b Average monthly cash balances	1b		
c Fair market value of other non-exempt-use assets	1c		
d Total (add lines 1a, 1b, and 1c)	1d		
e Discount claimed for blockage or other factors (explain in detail in Part VI):			
2 Acquisition indebtedness applicable to non-exempt-use assets	2		
3 Subtract line 2 from line 1d	3		
4 Cash deemed held for exempt use. Enter 1-1/2% of line 3 (for greater amount, see instructions).	4		
5 Net value of non-exempt-use assets (subtract line 4 from line 3)	5		
6 Multiply line 5 by .035	6		
7 Recoveries of prior-year distributions	7		
8 Minimum Asset Amount (add line 7 to line 6)	8		
Section C - Distributable Amount		Current Year	
1 Adjusted net income for prior year (from Section A, line 8, Column A)	1		
2 Enter 85% of line 1	2		
3 Minimum asset amount for prior year (from Section B, line 8, Column A)	3		
4 Enter greater of line 2 or line 3	4		
5 Income tax imposed in prior year	5		
6 Distributable Amount. Subtract line 5 from line 4, unless subject to emergency temporary reduction (see instructions)	6		
7 <input type="checkbox"/> Check here if the current year is the organization's first as a non-functionally-integrated Type III supporting organization (see instructions).			

Schedule A (Form 990 or 990-EZ) 2014

**Part V Type III Non-Functionally Integrated 509(a)(3) Supporting Organizations (continued)**

Section D - Distributions	Current Year
1 Amounts paid to supported organizations to accomplish exempt purposes	
2 Amounts paid to perform activity that directly furthers exempt purposes of supported organizations, in excess of income from activity	
3 Administrative expenses paid to accomplish exempt purposes of supported organizations	
4 Amounts paid to acquire exempt-use assets	
5 Qualified set-aside amounts (prior IRS approval required)	
6 Other distributions (describe in Part VI). See instructions.	
7 Total annual distributions. Add lines 1 through 6.	
8 Distributions to attentive supported organizations to which the organization is responsive (provide details in Part VI). See instructions.	
9 Distributable amount for 2014 from Section C, line 6	
10 Line 8 amount divided by Line 9 amount	

Section E - Distribution Allocations (see instructions)	(i) Excess Distributions	(ii) Underdistributions Pre-2014	(iii) Distributable Amount for 2014
1 Distributable amount for 2014 from Section C, line 6			
2 Underdistributions, if any, for years prior to 2014 (reasonable cause required-see instructions)			
3 Excess distributions carryover, if any, to 2014:			
a			
b			
c			
d			
e From 2013 . . . . .			
f Total of lines 3a through e			
g Applied to underdistributions of prior years			
h Applied to 2014 distributable amount			
i Carryover from 2009 not applied (see instructions)			
j Remainder. Subtract lines 3g, 3h, and 3i from 3f.			
4 Distributions for 2014 from Section D, line 7:			
a Applied to underdistributions of prior years			
b Applied to 2014 distributable amount			
c Remainder. Subtract lines 4a and 4b from 4.			
5 Remaining underdistributions for years prior to 2014, if any. Subtract lines 3g and 4a from line 2 (if amount greater than zero, see instructions).			
6 Remaining underdistributions for 2014. Subtract lines 3h and 4b from line 1 (if amount greater than zero, see instructions).			
7 Excess distributions carryover to 2015. Add lines 3j and 4c.			
8 Breakdown of line 7:			
a			
b			
c			
d Excess from 2013 . . . . .			
e Excess from 2014 . . . . .			

Schedule A (Form 990 or 990-EZ) 2014

WONDERWORK, INC.

27-4159217

Schedule A (Form 990 or 990-EZ) 2014

Page 8

**Part VI** **Supplemental information.** Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

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Schedule A (Form 990 or 990-EZ) 2014

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WON-EX 0261

**SCHEDULE D  
(Form 990)**

**Supplemental Financial Statements**

► Complete if the organization answered "Yes" to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

► Attach to Form 990.

► Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization  
**WONDERWORK, INC.**

Employer identification number  
**27-4159217**

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year . . . . .		
2 Aggregate value of contributions to (during year) . . . . .		
3 Aggregate value of grants from (during year) . . . . .		
4 Aggregate value at end of year . . . . .		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No	

**Part II Conservation Easements.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of a historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements . . . . .	2a
b Total acreage restricted by conservation easements . . . . .	2b
c Number of conservation easements on a certified historic structure included in (a) . . . . .	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register . . . . .	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ► . . . . .

4 Number of states where property subject to conservation easement is located ► . . . . .

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? . . . . . ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ► . . . . .

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ► \$ . . . . .

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? . . . . . ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenue included in Form 990, Part VIII, line 1 . . . . .	► \$ . . . . .
(ii) Assets included in Form 990, Part X . . . . .	► \$ . . . . .

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenue included in Form 990, Part VIII, line 1 . . . . .	► \$ . . . . .
b Assets included in Form 990, Part X . . . . .	► \$ . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule D (Form 990) 2014

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Schedule D (Form 990) 2014

Page 2

Schedule D (Form 990) 2014

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Column (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

**Part X Other Liabilities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

(a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☒



**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	13,766,658.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains (losses) on investments	2a	-2,408,044.
b	Donated services and use of facilities	2b	1,522,112.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	-865,932.
3	Subtract line 2e from line 1	3	14,652,590.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)	5	14,652,590.

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	13,816,463.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	1,522,112.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	1,522,112.
3	Subtract line 2e from line 1	3	12,294,351.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)	5	12,294,351.

**Part XIII Supplemental Information.**

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

SEE PAGE 5

**Part XIII** Supplemental Information (continued)

## UNCERTAIN TAX POSITIONS

FORM 990, SCHEDULE D, PART X, LINE 2

WONDERWORK RECOGNIZES THE EFFECT OF INCOME TAX POSITIONS ONLY IF THOSE POSITIONS ARE MORE LIKELY THAN NOT OF BEING SUSTAINED. INCOME GENERATED FROM ACTIVITIES UNRELATED TO WONDERWORK'S EXEMPT PURPOSE IS SUBJECT TO TAX UNDER INTERNAL REVENUE CODE SECTION 511. WONDERWORK UTILIZES A THRESHOLD OF MORE-LIKELY-THAN-NOT FOR RECOGNITION AND DERECOGNITION OF TAX POSITIONS TAKEN OR EXPECTED TO BE TAKEN IN A TAX RETURN. WONDERWORK DID NOT RECOGNIZE ANY UNRELATED BUSINESS INCOME FOR TAX LIABILITY FOR THE YEAR ENDED JUNE 30, 2015 AND 2014.

Schedule D (Form 990) 2014

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WON-EX 0266

**SCHEDULE F  
(Form 990)**

**Statement of Activities Outside the United States**

OMB No. 1545-0047

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 14b, 15, or 16.

▶ Attach to Form 990.

▶ Information about Schedule F (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

**2014**

**Open to Public  
Inspection**

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I General Information on Activities Outside the United States.** Complete if the organization answered "Yes" on Form 990, Part IV, line 14b.

1 For grantmakers. Does the organization maintain records to substantiate the amount of its grants and other assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? ☒ Yes ☐ No

2 For grantmakers. Describe in Part V the organization's procedures for monitoring the use of its grants and other assistance outside the United States.

3 Activities per Region. (The following Part I, line 3 table can be duplicated if additional space is needed.)

(a) Region	(b) Number of offices in the region	(c) Number of employees, agents, and independent contractors in region	(d) Activities conducted in region (by type) (e.g., fundraising, program services, investments, grants to recipients located in the region)	(e) If activity listed in (d) is a program service, describe specific type of service(s) in region	(f) Total expenditures for and investments in region
(1) SOUTH ASIA			GRANTMAKING		1,680,500
(2) EUROPE			GRANTMAKING		193,000
(3) SUB-SAHARAN AFRICA			GRANTMAKING		89,000
(4) EAST ASIA AND THE PACIFIC			GRANTMAKING		30,000
(5) SOUTH ASIA		1	PROGRAM SERVICES	CONSULTING	25,000
(6)					
(7)					
(8)					
(9)					
(10)					
(11)					
(12)					
(13)					
(14)					
(15)					
(16)					
(17)					
3a Sub-total, . . . . .		1			2,017,500
b Total from continuation sheets to Part I . . . . .					
c Totals (add lines 3a and 3b)		1			2,017,500

For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule F (Form 990) 2014

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1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)			SUB-SAHARAN AFRICA	BLINDNESS, QUALITY CONT	16,000.			
(2)			SUB-SAHARAN AFRICA	BURN	20,000.			
(3)			EUROPE/ICELAND/GREENLAND	BURN	331,000.			
(4)			EAST ASIA/PACIFIC	BLINDNESS	10,000.			
(5)			SOUTH ASIA	BLINDNESS, QUALITY CONT	176,000.			
(6)			SOUTH ASIA	BURN	31,000.			
(7)			EAST ASIA/PACIFIC	BLINDNESS	10,000.			
(8)			SOUTH ASIA	BLINDNESS	10,000.			
(9)			EAST ASIA/PACIFIC	BLINDNESS	10,000.			
(10)			SUB-SAHARAN AFRICA	QUALITY CONT	20,000.			
(11)			SOUTH ASIA	BLINDNESS, QUALITY CONT	263,500.			
(12)			SUB-SAHARAN AFRICA	BURN	10,000.			
(13)			SOUTH ASIA	BURN	10,000.			
(14)			EUROPE/ICELAND/GREENLAND	BLINDNESS	20,000.			
(15)			SOUTH ASIA	BLINDNESS, QUALITY CONT	11,000.			
(16)			SOUTH ASIA	BURN	10,000.			

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. **▲**

3 Enter total number of other organizations or entities. **▲**

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			SOUTH ASIA	BLINDNESS	10,000.				
(2)			SOUTH ASIA	BLINDNESS	40,000.				
(3)			SOUTH ASIA	BLINDNESS	20,000.				
(4)			AFRICA-SAHARAN AFRICA	QUALITY CONT.	11,000.				
(5)			SOUTH ASIA	BLINDNESS	10,000.				
(6)			SOUTH ASIA	QUALITY CONT.	321,000.				
(7)			EUROPE/ICELAND/GREENLAND	CLUBFOOT, QUALITY CONT.	20,000.				
(8)			SOUTH ASIA	BLINDNESS	20,000.				
(9)			SOUTH ASIA	BLINDNESS	10,000.				
(10)			SOUTH ASIA	BLINDNESS	20,000.				
(11)			SOUTH ASIA	BLINDNESS	20,000.				
(12)			SOUTH ASIA	QUALITY CONT.	72,000.				
(13)			SOUTH ASIA	QUALITY	21,000.				
(14)			SOUTH ASIA	BLINDNESS	10,000.				
(15)			SOUTH ASIA	BLINDNESS	10,000.				
(16)			SOUTH ASIA	QUALITY CONT.	11,000.				

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantees or counsel has provided a section 501(c)(3) equivalency letter. . . . .

3 Enter total number of other organizations or entities. . . . .

**Part II** Grants and Other Assistance to Organizations or Entities Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 15, for any recipient who received more than \$5,000. Part II can be duplicated if additional space is needed.

1	(a) Name of organization	(b) IRS code section and EIN (if applicable)	(c) Region	(d) Purpose of grant	(e) Amount of cash grant	(f) Manner of cash disbursement	(g) Amount of non-cash assistance	(h) Description of non-cash assistance	(i) Method of valuation (book, FMV, appraisal, other)
(1)			EUROPE/ICELAND/GREENLAND	BURN, QUALITY CONT	20,000.				
(2)			SOUTH ASIA	BLINDNESS, QUALITY CONT	201,000.				
(3)			SOUTH ASIA	BLINDNESS, QUALITY CONT	61,000.				
(4)			SOUTH ASIA	BLINDNESS	10,000.				
(5)			SOUTH ASIA	BLINDNESS, QUALITY CONT	10,000.				
(6)			SOUTH ASIA	BLINDNESS, QUALITY CONT	31,000.				
(7)			SOUTH ASIA	BLINDNESS	10,000.				
(8)			SOUTH ASIA	BLINDNESS	10,000.				
(9)			SOUTH ASIA	BLINDNESS	20,000.				
(10)			SOUTH ASIA	BLINDNESS	10,000.				
(11)			SOUTH ASIA	BLINDNESS	40,000.				
(12)			SOUTH ASIA	BLINDNESS, QUALITY CONT	161,000.				
(13)									
(14)									
(15)									
(16)									

2 Enter total number of recipient organizations listed above that are recognized as charities by the foreign country, recognized as tax-exempt by the IRS, or for which the grantee or counsel has provided a section 501(c)(3) equivalency letter. 44.

3 Enter total number of other organizations or entities.

**Part III** Grants and Other Assistance to Individuals Outside the United States. Complete if the organization answered "Yes" on Form 990, Part IV, line 16. Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Region	(c) Number of recipients	(d) Amount of cash grant	(e) Number of cash disbursement	(f) Amount of non-cash assistance	(g) Description of non-cash assistance	(h) Method of valuation (book, FMV, appraisal, other)
(1)							
(2)							
(3)							
(4)							
(5)							
(6)							
(7)							
(8)							
(9)							
(10)							
(11)							
(12)							
(13)							
(14)							
(15)							
(16)							
(17)							
(18)							

Schedule F (Form 990) 2014

**Part IV Foreign Forms**

- 1 Was the organization a U.S. transferor of property to a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 926, Return by a U.S. Transferor of Property to a Foreign Corporation (see instructions for Form 926). . . . . ☐ Yes ☒ No
- 2 Did the organization have an interest in a foreign trust during the tax year? If "Yes," the organization may be required to file Form 3520, Annual Return to Report Transactions with Foreign Trusts and Receipt of Certain Foreign Gifts, and/or Form 3520-A, Annual Information Return of Foreign Trust With a U.S. Owner (see instructions for Forms 3520 and 3520-A; do not file with Form 990). . . . . ☐ Yes ☒ No
- 3 Did the organization have an ownership interest in a foreign corporation during the tax year? If "Yes," the organization may be required to file Form 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations (see instructions for Form 5471). . . . . ☐ Yes ☒ No
- 4 Was the organization a direct or indirect shareholder of a passive foreign investment company or a qualified electing fund during the tax year? If "Yes," the organization may be required to file Form 8621, Information Return by a Shareholder of a Passive Foreign Investment Company or Qualified Electing Fund (see instructions for Form 8621). . . . . ☐ Yes ☒ No
- 5 Did the organization have an ownership interest in a foreign partnership during the tax year? If "Yes," the organization may be required to file Form 8865, Return of U.S. Persons With Respect To Certain Foreign Partnerships (see instructions for Form 8865). . . . . ☐ Yes ☒ No
- 6 Did the organization have any operations in or related to any boycotting countries during the tax year? If "Yes," the organization may be required to file Form 5713, International Boycott Report (see instructions for Form 5713; do not file with Form 990). . . . . ☐ Yes ☒ No

Schedule F (Form 990) 2014



**Part V****Supplemental Information**

Complete this part to provide the information required by Part I, line 2 (monitoring of funds); Part I, line 3, column (f) (accounting method); amounts of investments vs. expenditures per region; Part II, line 1 (accounting method); Part III (accounting method); and Part III, column (c) (estimated number of recipients), as applicable. Also complete this part to provide any additional information (see instructions).

**GRANT ELIGIBILITY**

FORM 990, SCHEDULE F, PART I, LINE 1

THE ORGANIZATION HAS A SPECIFIC METHODOLOGY FOR SELECTING PROGRAM

GRANTEES, WHICH INCLUDES EXTENSIVE RESEARCH INTO A POTENTIAL GRANTEE'S

MISSION AND PROGRAMS. THE SELECTION PROCESS ALSO INCLUDES OBTAINING THIRD

PARTY REFERENCES ABOUT THE GRANTEE'S HISTORY AND CROSS REFERENCING WITH

THE US DEPARTMENT OF THE TREASURY AND THE TERRORISM AND FINANCIAL

INTELLIGENCE OFFICE.

**SCHEDULE G**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Supplemental Information Regarding Fundraising or Gaming Activities**

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 8a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public  
Inspection

Employer identification number

27-4159217

**Part I Fundraising Activities.** Complete if the organization answered "Yes" to Form 990, Part IV, line 17.  
Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- |  |   |
|--|---|
| a <input checked="" type="checkbox"/> Mail solicitations               | e <input checked="" type="checkbox"/> Solicitation of non-government grants |
| b <input checked="" type="checkbox"/> Internet and email solicitations | f <input type="checkbox"/> Solicitation of government grants                |
| c <input type="checkbox"/> Phone solicitations                         | g <input type="checkbox"/> Special fundraising events                       |
| d <input checked="" type="checkbox"/> In-person solicitations          |   |

2a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? ☒ Yes ☐ No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
1 CDR FUNDRAISING GROUP	MKT & FUND CONSULTANT		X		227,500.	-227,500.
2						
3						
4						
5						
6						
7						
8						
9						
10						
<b>Total</b>					227,500.	-227,500.

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

AL, AK, AZ, AR, CA, CO, CT, DC, FL, GA, HI, IL,  
KS, KY, ME, MD, MA, MI, MN, MS, NH, NJ, NM, NY, NC, ND, OH,  
OK, OR, PA, RI, SC, TN, UT, VA, WA, WV, WI,

For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule G (Form 990 or 990-EZ) 2014

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WON-EX 0274

**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

	(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
	(event type)	(event type)	(total number)	(add col. (a) through col. (c))
<b>Revenue</b>				
1 Gross receipts				
2 Less: Contributions				
3 Gross income (line 1 minus line 2)				
<b>Direct Expenses</b>				
4 Cash prizes				
5 Noncash prizes				
6 Rent/facility costs				
7 Food and beverages				
8 Entertainment				
9 Other direct expenses				
10 Direct expense summary. Add lines 4 through 9 in column (d)				
11 Net income summary. Subtract line 10 from line 3, column (d)				

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

	(a) Bingo	(b) Pull tab/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
<b>Revenue</b>				
1 Gross revenue				
<b>Direct Expenses</b>				
2 Cash prizes				
3 Noncash prizes				
4 Rent/facility costs				
5 Other direct expenses				
6 Volunteer labor	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	<input type="checkbox"/> Yes <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)				
8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization conducts gaming activities:

a Is the organization licensed to conduct gaming activities in each of these states? ☐ Yes ☐ No

b If "No," explain:

10 a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? ☐ Yes ☐ No

b If "Yes," explain:

WONDERWORK, INC.

27-4159217

Schedule G (Form 990 or 990-EZ) 2014

Page 3

- 11 Does the organization conduct gaming activities with nonmembers? ☐ Yes ☐ No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? ☐ Yes ☐ No
- 13 Indicate the percentage of gaming activity conducted in:
- |                               |     |   |
|-------------------------------|-----|---|
| a The organization's facility | 13a | % |
| b An outside facility         | 13b | % |
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶

Address ▶

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? ☐ Yes ☐ No
- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ and the amount of gaming revenue retained by the third party ▶ \$
- c If "Yes," enter name and address of the third party:

Name ▶

Address ▶

## 16 Gaming manager information:

Name ▶

Gaming manager compensation ▶ \$

Description of services provided ▶

☐ Director/officer☐ Employee☐ Independent contractor

## 17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? ☐ Yes ☐ No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$

**Part IV** Supplemental information. Provide the explanation required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also provide any additional information (see instructions).

PROFESSIONAL FUNDRAISERS - ADDRESS

FORM 990, SCHEDULE G, PART I

CDR FUNDRAISING GROUP

16900 SCIENCE DRIVE, SUITE 210

BOWIE, MD 20715

Schedule G (Form 990 or 990-EZ) 2014

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WON-EX 0276

**SCHEDULE J  
(Form 990)**

**Compensation Information**

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 23.

▶ Attach to Form 990.

▶ Information about Schedule J (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open to Public  
Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

**Part I Questions Regarding Compensation**

	Yes	No
<b>1a</b> Check the appropriate box(es) if the organization provided any of the following to or for a person listed in Form 990, Part VII, Section A, line 1a. Complete Part III to provide any relevant information regarding these items.		
<input type="checkbox"/> First-class or charter travel		
<input type="checkbox"/> Travel for companions		
<input type="checkbox"/> Tax indemnification and gross-up payments		
<input type="checkbox"/> Discretionary spending account		
<input type="checkbox"/> Housing allowance or residence for personal use		
<input type="checkbox"/> Payments for business use of personal residence		
<input type="checkbox"/> Health or social club dues or initiation fees		
<input type="checkbox"/> Personal services (e.g., maid, chauffeur, chef)		
<b>b</b> If any of the boxes on line 1a are checked, did the organization follow a written policy regarding payment or reimbursement or provision of all of the expenses described above? If "No," complete Part III to explain	<b>1b</b>	
<b>2</b> Did the organization require substantiation prior to reimbursing or allowing expenses incurred by all directors, trustees, and officers, including the CEO/Executive Director, regarding the items checked in line 1a?	<b>2</b>	
<b>3</b> Indicate which, if any, of the following the filing organization used to establish the compensation of the organization's CEO/Executive Director. Check all that apply. Do not check any boxes for methods used by a related organization to establish compensation of the CEO/Executive Director, but explain in Part III.		
<input checked="" type="checkbox"/> Compensation committee		
<input type="checkbox"/> Independent compensation consultant		
<input type="checkbox"/> Form 990 of other organizations		
<input type="checkbox"/> Written employment contract		
<input checked="" type="checkbox"/> Compensation survey or study		
<input checked="" type="checkbox"/> Approval by the board or compensation committee		
<b>4</b> During the year, did any person listed in Form 990, Part VII, Section A, line 1a, with respect to the filing organization or a related organization:		
<b>a</b> Receive a severance payment or change-of-control payment?	<b>4a</b>	X
<b>b</b> Participate in, or receive payment from, a supplemental nonqualified retirement plan?	<b>4b</b>	X
<b>c</b> Participate in, or receive payment from, an equity-based compensation arrangement?	<b>4c</b>	X
If "Yes" to any of lines 4a-c, list the persons and provide the applicable amounts for each item in Part III.		
<b>Only section 501(c)(3), 501(c)(4), and 501(c)(29) organizations must complete lines 5-9.</b>		
<b>5</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the revenues of:		
<b>a</b> The organization?	<b>5a</b>	X
<b>b</b> Any related organization?	<b>5b</b>	X
If "Yes" to line 5a or 5b, describe in Part III.		
<b>6</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization pay or accrue any compensation contingent on the net earnings of:		
<b>a</b> The organization?	<b>6a</b>	X
<b>b</b> Any related organization?	<b>6b</b>	X
If "Yes" to line 6a or 6b, describe in Part III.		
<b>7</b> For persons listed in Form 990, Part VII, Section A, line 1a, did the organization provide any non-fixed payments not described in lines 5 and 6? If "Yes," describe in Part III.	<b>7</b>	X
<b>8</b> Were any amounts reported in Form 990, Part VII, paid or accrued pursuant to a contract that was subject to the initial contract exception described in Regulations section 53.4958-4(a)(3)? If "Yes," describe in Part III.	<b>8</b>	X
<b>9</b> If "Yes" to line 8, did the organization also follow the rebuttable presumption procedure described in Regulations section 53.4958-6(c)?	<b>9</b>	

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Schedule J (Form 990) 2014

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WON-EX 0277

**Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees.** Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title	(B) Breakdown of W-2 and/or 1099-MISC compensation				(C) Retainer and other deferred compensation	(D) Non taxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation in excess of \$100,000 as reported on prior Form 990
	(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation	(iv) Other reportable compensation				
1 BRIAN MULLANEY CO-FOUNDER, PRESIDENT & CEO	(i) 475,000.	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 475,000.	(F) 0
2 HANA FUCHS CHIEF FINANCIAL OFFICER	(i) 200,000.	(ii) 20,000.	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 220,000.	(F) 0
3 DELOIS GREENWOOD SENIOR ADVISOR GLOBAL PROGRAMS	(i) 175,000.	(ii) 17,500.	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 192,500.	(F) 0
4 KAREN LAZARUS DIRECTOR STRATEGIC PROJECTS	(i) 150,000.	(ii) 15,000.	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 165,000.	(F) 0
5 ELAINE PATAFIO DIRECTOR MARKETING	(i) 147,500.	(ii) 5,000.	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 152,500.	(F) 0
6	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
7	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
8	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
9	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
10	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
11	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
12	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
13	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
14	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
15	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0
16	(i) 0	(ii) 0	(iii) 0	(iv) 0	(C) 0	(D) 0	(E) 0	(F) 0

Schedule J (Form 990) 2014

**Part III Supplemental Information**

Complete this part to provide the information, explanation, or descriptions required for Part I, lines 1a, 1b, 3, 4a, 4b, 4c, 5a, 5b, 6a, 6b, 7, and 8, and for Part II. Also complete this part for any additional information.

**NON-FIXED PAYMENTS**

**SCHEDULE J, PART I, LINE 7**

THE CHIEF FINANCIAL OFFICER, SENIOR ADVISOR OF GLOBAL PROGRAMS, DIRECTOR OF STRATEGIC PROJECTS, AND DIRECTOR OF MARKETING RECEIVED A NON-FIXED BONUS BASED ON INDIVIDUAL PERFORMANCE AND THE ACHIEVEMENT OF INSTITUTIONAL GOALS.

**SCHEDULE L**
**(Form 990 or 990-EZ)**
**Transactions With Interested Persons**

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.  
 Attach to Form 990 or Form 990-EZ.  
 Information about Schedule L (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

 Department of the Treasury  
 Internal Revenue Service

Name of the organization

WONDERWORK, INC.

OMB No. 1545-0047

**2014**

 Open To Public  
 Inspection

Employer identification number

27-4159217

**Part I**
**Excess Benefit Transactions** (section 501(c)(3), section 501(c)(4), and 501(c)(29) organizations only).

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Relationship between disqualified person and organization	(c) Description of transaction	(d) Disputed?	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					

- 2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958 . . . . . ▶ \$
- 3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization . . . . . ▶ \$

**Part II**
**Loans to and/or From Interested Persons.**

Complete if the organization answered "Yes" on Form 990-EZ, Part V, line 38a or Form 990, Part IV, line 26; or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22.

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
(1) J. KULLANREY	DISG. PER	IMPACT	X		250,000.	150,000.		X	X		X	
(2)												
(3)												
(4)												
(5)												
(6)												
(7)												
(8)												
(9)												
(10)												
<b>Total</b>						\$ 150,000.						

**Part III**
**Grants or Assistance Benefiting Interested Persons.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of assistance	(d) Type of assistance	(e) Purpose of assistance
(1)				
(2)				
(3)				
(4)				
(5)				
(6)				
(7)				
(8)				
(9)				
(10)				

For Paperwork Reduction Act Notice, see the instructions for Form 990 or 990-EZ.

Schedule L (Form 990 or 990-EZ) 2014



WONDERWORK, INC.

27-4159217

Schedule L (Form 990 or 990-EZ) 2014

Page 2

**Part IV Business Transactions Involving Interested Persons.**

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
(1)					
(2)					
(3)					
(4)					
(5)					
(6)					
(7)					
(8)					
(9)					
(10)					

**Part V Supplemental information**

Provide additional information for responses to questions on Schedule L (see instructions).

**SCHEDULE M  
(Form 990)**

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Noncash Contributions**

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 28 or 30.  
▶ Attach to Form 990.  
▶ Information about Schedule M (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2014**

Open To Public  
Inspection

Employer identification number  
27-4159217

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art . . . . .				
2 Art - Historical treasures . . . . .				
3 Art - Fractional interests . . . . .				
4 Books and publications . . . . .				
5 Clothing and household goods . . . . .				
6 Cars and other vehicles . . . . .				
7 Boats and planes . . . . .				
8 Intellectual property . . . . .				
9 Securities - Publicly traded . . . . .	X	11	230,758	FMV
10 Securities - Closely held stock . . . . .				
11 Securities - Partnership, LLC, or trust interests . . . . .				
12 Securities - Miscellaneous . . . . .				
13 Qualified conservation contribution - Historic structures . . . . .				
14 Qualified conservation contribution - Other . . . . .				
15 Real estate - Residential . . . . .				
16 Real estate - Commercial . . . . .				
17 Real estate - Other . . . . .				
18 Collectibles . . . . .				
19 Food inventory . . . . .				
20 Drugs and medical supplies . . . . .				
21 Taxidermy . . . . .				
22 Historical artifacts . . . . .				
23 Scientific specimens . . . . .				
24 Archeological artifacts . . . . .				
25 Other ▶ ( ) . . . . .				
26 Other ▶ ( ) . . . . .				
27 Other ▶ ( ) . . . . .				
28 Other ▶ ( ) . . . . .				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement . . . . . 29

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 through 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? . . . . .		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions? . . . . .		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? . . . . .		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

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Schedule M (Form 990) (2014)

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WONDERWORK, INC.

27-4159217

Schedule M (Form 990) (2014)

Page 2

**Part II** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information.

**NUMBER OF CONTRIBUTORS**

FORM 990, SCHEDULE M, PART I, COLUMN (B)

THE NUMBER IN COLUMN (B) REPRESENTS THE NUMBER OF CONTRIBUTIONS.

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Schedule M (Form 990) (2014)

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WON-EX 0283

**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service  
Name of the organization

WONDERWORK, INC.

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

**2014**

Open to Public  
Inspection

Employer identification number

27-4159217

**ORGANIZATION'S MISSION**

FORM 990, PART III, LINE 1

WONDERWORK IS A NOT-FOR-PROFIT ORGANIZATION WHICH WAS FOUNDED TO PROVIDE TREATMENT, SURGERY, AND RELATED ASSISTANCE TO CHILDREN AND ADULTS IN UNDERSERVED REGIONS OF THE WORLD. WONDERWORK PROVIDES LIFE-CHANGING SUPPORT FOR ILLNESS, DISEASE, AND DISABILITY INCLUDING BUT NOT LIMITED TO BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. WONDERWORK SUPPORTS OTHER MEDICAL INSTITUTIONS AND CHARITABLE ORGANIZATIONS ENGAGED IN THE PROVISION OF THESE SERVICES; AS WELL AS, EDUCATES DOCTORS AND RAISES PUBLIC AWARENESS ON NEEDED SURGICAL CARE AND RELATED TREATMENT FOR UNDERSERVED POPULATIONS WITH DISABILITIES.

WONDERWORK ALSO AIMS TO FURTHER THE PUBLIC EDUCATION AND PUBLIC INTERACTION BY ENGAGING IN PUBLIC EDUCATION AND DELIVERY OF CALLS TO ACTION ASKING THE PUBLIC TO TAKE ACTION IN SUPPORT OF WONDERWORK'S PROGRAMS IN CONJUNCTION WITH FUNDRAISING APPEALS.

**SIGNIFICANT PROGRAM SERVICE ACTIVITIES**

FORM 990, PART III, LINE 3

THE ORGANIZATION WAS INCORPORATED IN AND FILED AN INITIAL RETURN IN FISCAL YEAR 2011. DURING FISCAL YEAR 2012, WONDERWORK, INC. RECEIVED SIGNIFICANT SUPPORT FROM DONORS AND INCREASED OPERATIONS TO SUPPORT ITS FIVE MAIN SERVICE AREAS - BLINDNESS, CLUBFOOT, BURN CARE, HYDROCEPHALUS, AND PEDIATRIC CARDIAC SURGERY. THE ORGANIZATION SAW CONTINUED GROWTH IN

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Schedule O (Form 990 or 990-EZ) (2014)

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Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

FISCAL YEAR 2013, 2014 AND 2015, HOWEVER, MOST DONATIONS WERE RESTRICTED TO THE BLINDNESS, CLUBFOOT, AND BURN CARE PROGRAMS.

## 990 REVIEW

FORM 990, PART VI, LINE 11B

THE FORM 990 WAS PREPARED BY AN INTERNATIONAL ACCOUNTING FIRM AND THE FINANCE DEPARTMENT. A COPY OF THE FORM 990 WAS REVIEWED BY THE CHAIR OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS AND WAS DISTRIBUTED TO ALL BOARD MEMBERS BEFORE FILING WITH THE IRS.

## MONITORING AND COMPLIANCE WITH CONFLICT OF INTEREST POLICY

FORM 990, PART VI, LINE 12C

EACH OFFICER, DIRECTOR AND KEY EMPLOYEE OF THE ORGANIZATION IS REQUIRED TO DISCLOSE ANY CONFLICTS OF INTEREST THAT ARISE THROUGH EMPLOYMENT, BOARD SERVICE OR POSITION IN THE ORGANIZATION. THE ORGANIZATION MONITORS COMPLIANCE WITH ITS CONFLICT OF INTEREST POLICY THROUGH ANNUAL COMPLETION OF THE QUESTIONNAIRE AND DISCLOSURE STATEMENT THAT IS DISTRIBUTED TO THESE INDIVIDUALS.

ALSO, NEW EMPLOYEES JOINING THE ORGANIZATION ARE REQUIRED TO COMPLETE THE QUESTIONNAIRE. POTENTIAL CONFLICTS OF INTEREST ARE INVESTIGATED IMMEDIATELY, AND A PERSON WHO HAS A CONFLICT OF INTEREST SHALL NOT PARTICIPATE IN DISCUSSIONS ON ANY MATTER RELATED TO THE CONFLICT.

COMPLETED QUESTIONNAIRES ARE AVAILABLE FOR INSPECTION BY ANY BOARD MEMBER AND MAY BE REVIEWED BY THE ORGANIZATION'S LEGAL COUNSEL. THE FINANCE

Name of the organization  
WONDERWORK, INC.Employer identification number  
27-4159217

DEPARTMENT MONITORS NEW CONTRACTS AND INVOICE PAYMENTS TO MAKE SURE THAT  
THE POLICY IS FOLLOWED.

## PROCESS FOR DETERMINING COMPENSATION

FORM 990, PART VI, LINE 15

AN INDEPENDENT COMPENSATION COMMITTEE HAS BEEN ESTABLISHED BY THE BOARD  
OF DIRECTORS TO SECURE DATA FROM AND ABOUT COMPARABLE NONPROFIT  
ORGANIZATIONS IN OUR AREA TO BENCHMARK PAY. THE COMMITTEE WAS ESTABLISHED  
TO FURTHER COLLECT OTHER PUBLISHED SURVEY DATA, WHEN APPROPRIATE, OF  
FOR-PROFIT ORGANIZATIONS FOR SPECIFIC FUNCTIONAL COMPETENCIES SUCH AS  
FINANCE AND HUMAN RESOURCES. TOGETHER WITH THIS DATA FROM THE COMPARABLE  
LOCAL ORGANIZATIONS, DATA FROM THESE MARKET SEGMENTS ARE USED TO FORM A  
"MARKET COMPOSITE" TO ASSESS THE COMPETITIVENESS, FAIRNESS AND  
APPROPRIATENESS OF COMPENSATION PAID BY WONDERWORK TO ITS EXECUTIVES AND  
OTHER EMPLOYEES.

WONDERWORK'S COMPENSATION STRATEGY AND IMPLEMENTATION IS ADMINISTERED BY  
THIS COMPENSATION COMMITTEE, WHICH WILL REPORT ITS FINDINGS TO THE BOARD  
OF DIRECTORS. THE BOARD, THROUGH THIS COMMITTEE, IS RESPONSIBLE FOR  
ESTABLISHING AND MAINTAINING A COMPETITIVE COMPENSATION PROGRAM FOR THE  
ORGANIZATION AND COORDINATING AN ANNUAL REVIEW BY AN INDEPENDENT REVIEWER  
(OR AN INTERNAL DETERMINATION) TO EVALUATE THE ORGANIZATION'S EXECUTIVE  
COMPENSATION AGAINST THE COMPETITIVE MARKET. FOLLOWING THE REVIEW OF THIS  
EVALUATION, THE BOARD APPROVES, FOR SELECTED KEY EXECUTIVES, BASE  
SALARIES AND ANNUAL INCENTIVE OPPORTUNITY ADJUSTMENTS (IF ANY), AND  
OBJECTIVES AND GOALS FOR THE UPCOMING YEAR.

Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

COMPENSATION REVIEWS ARE CONTEMPORANEOUSLY DOCUMENTED IN BOARD AND  
COMMITTEE MINUTES.

## DOCUMENT DISCLOSURE

FORM 990, PART VI, LINE 19

THE ORGANIZATION MAKES THE FORM 990 AVAILABLE TO THE PUBLIC BY RETAINING  
A COPY AT ITS HEADQUARTERS IN NEW YORK CITY. THE FORM 990 IS ALSO  
PUBLISHED ON THE INTERNET ON THE ORGANIZATION'S WEBSITE. THE  
ORGANIZATIONS FINANCIAL STATEMENTS ARE ALSO AVAILABLE ON THE WEBSITE  
(WWW.WONDERWORK.ORG).

THE ORGANIZATION'S GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY  
ARE AVAILABLE UPON REQUEST.

ATTACHMENT 1FORM 990, PART VI, LINE 17 - STATES

AL, AK, AR, CA, CO, CT,  
DC, FL, GA, HI, IL, KS, KY, ME, MD, MA, MI,  
MN, MS, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA,  
RI, SC, TN, UT, VA, WA, WV, WI,

ATTACHMENT 2990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORS

NAME AND ADDRESS	DESCRIPTION OF SERVICES	COMPENSATION
KAPLAN KRAVET & VOGEL P.C. 630 THIRD AVE., 5TH FLOOR NEW YORK, NY 10017-6705	LEGAL SERVICES	447,081.
ONIX PARTNERS LLC	CONSULTING SERVICES	136,000.

JSA

Schedule O (Form 990 or 990-EZ) 2014

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Name of the organization

WONDERWORK, INC.

Employer identification number

27-4159217

ATTACHMENT 2 (CONT'D)

990, PART VII- COMPENSATION OF THE FIVE HIGHEST PAID IND. CONTRACTORSNAME AND ADDRESSDESCRIPTION OF SERVICESCOMPENSATION101 28TH STREET, UNIT #3  
SAN FRANCISCO, CA 94131



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*Final Editorial Review Not Completed*

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NDPPS ID:	_____
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Special Instructions	_____
_____	_____
_____	Version _____

**WONDERWORK, INC.**

Financial Statements

June 30, 2015 and 2014

(With Independent Auditors' Report Thereon)

WON-EX 0289

## Independent Auditors' Report

The Board of Directors  
WonderWork, Inc.:

We have audited the accompanying financial statements of WonderWork, Inc. (WonderWork), which comprise the balance sheets as of June 30, 2015 and 2014, and the related statements of activities, functional expenses, and cash flows for the years then ended, and the related notes to the financial statements.

### *Management's Responsibility for the Financial Statements*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with U.S. generally accepted accounting principles; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' Responsibility*

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the organization's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the organization's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### *Opinion*

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of WonderWork, Inc. as of June 30, 2015 and 2014, and the changes in its net assets and its cash flows for the years then ended, in accordance with U.S. generally accepted accounting principles.

**[signed] KPMG LLP**

Date

**WONDERWORK, INC.**

Balance Sheets

June 30, 2015 and 2014

	2015	2014
<b>Assets</b>		
Cash and cash equivalents	\$ 1,090,118	873,961
Contributions receivable (note 3)	201,876	370,116
Prepaid expenses and other assets	45,625	45,625
Investments (note 4)	13,150,125	14,066,815
Property and equipment, net	57,338	88,926
<b>Total assets</b>	<b>\$ 14,545,082</b>	<b>15,445,443</b>
<b>Liabilities and Net Assets</b>		
<b>Liabilities:</b>		
Accounts payable and accrued expenses	\$ 233,693	1,167,916
Loans payable (note 7)	9,602,417	9,518,750
<b>Total liabilities</b>	<b>9,836,110</b>	<b>10,686,666</b>
<b>Net assets:</b>		
Unrestricted	211,918	2,376,415
Temporarily restricted (note 6)	4,497,054	2,382,362
<b>Total net assets</b>	<b>4,708,972</b>	<b>4,758,777</b>
<b>Total liabilities and net assets</b>	<b>\$ 14,545,082</b>	<b>15,445,443</b>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
**Statements of Activities**  
**Years ended June 30, 2015 and 2014**

	<u>2015</u>	<u>2014</u>
Change in unrestricted net assets:		
Operating activities:		
Revenues:		
Contributions	\$ 3,958,954	5,582,853
In-kind contributions (note 10)	1,522,112	1,882,441
Investment loss (gain)	(153,782)	1,878,168
Other	2,059	26,130
Net assets released from restrictions (note 6)	<u>6,322,623</u>	<u>6,069,458</u>
Total revenues	<u>11,651,966</u>	<u>15,439,050</u>
Expenses (note 9):		
Program:		
Surgical treatments and related activities, and information and health education (note 10)	10,379,077	9,762,437
Management and general	562,209	286,751
Fund-raising	<u>2,875,177</u>	<u>4,619,803</u>
Total expenses	<u>13,816,463</u>	<u>14,668,991</u>
(Deficiency) excess of operating revenues over operating expenses	<u>(2,164,497)</u>	<u>770,059</u>
Nonoperating activities:		
Grant and other liability write-off (note 8)	<u>—</u>	<u>733,000</u>
(Decrease) increase in unrestricted net assets	<u>(2,164,497)</u>	<u>1,503,059</u>
Change in temporarily restricted net assets:		
Contributions	8,437,315	6,596,814
Net assets released from restrictions (note 6)	<u>(6,322,623)</u>	<u>(6,069,458)</u>
Increase in temporarily restricted net assets	<u>2,114,692</u>	<u>527,356</u>
Change in net assets	<u>(49,805)</u>	<u>2,030,415</u>
Net assets at beginning of year	<u>4,758,777</u>	<u>2,728,362</u>
Net assets at end of year	<u>\$ 4,708,972</u>	<u>4,758,777</u>

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
Statement of Functional Expenses  
Year ended June 30, 2015

	Program services	Supporting services			Total
		Management and general	Fund-raising	Subtotal	
Grants	\$ 1,992,500	—	—	—	1,992,500
In-kind services (note 10)	1,522,112	—	—	—	1,522,112
Salaries and related expenses	1,149,731	99,607	368,216	467,823	1,617,554
Professional and consulting fees	562,420	77,437	89,981	167,418	729,838
Occupancy	150,555	8,453	36,980	45,433	195,988
Office supplies and services	165,890	9,314	40,747	50,061	215,951
Printing, publications, and postage (note 9)	4,499,272	277,847	2,222,376	2,500,223	6,999,495
Depreciation	32,866	1,846	8,073	9,919	42,785
Travel and other miscellaneous	303,731	87,705	108,804	196,509	500,240
Total expenses	\$ 10,379,077	562,209	2,875,177	3,437,386	13,816,463

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
Statement of Functional Expenses  
Year ended June 30, 2014

	Program services	Supporting services			Total
		Management and general	Fund-raising	Subtotal	
Grants	\$ 1,543,055	—	—	—	1,543,055
In-kind services (note 10)	1,882,441	—	—	—	1,882,441
Salaries and related expenses	1,322,576	74,252	324,855	399,107	1,721,683
Professional and consulting fees	759,085	131,944	199,203	331,147	1,090,232
Occupancy	143,670	8,066	35,289	43,355	187,025
Office supplies and services	142,991	8,028	35,122	43,150	186,141
Printing, publications, and postage (note 9)	3,717,856	—	3,939,353	3,939,353	7,657,209
Depreciation	34,173	1,919	8,394	10,313	44,486
Travel and other miscellaneous	216,590	62,542	77,587	140,129	356,719
Total expenses	\$ 9,762,437	286,751	4,619,803	4,906,554	14,668,991

See accompanying notes to financial statements.

**WONDERWORK, INC.**  
**Statements of Cash Flows**  
**Years ended June 30, 2015 and 2014**

	<u>2015</u>	<u>2014</u>
Cash flows from operating activities:		
Change in net assets	\$ (49,805)	2,030,415
Adjustments to reconcile change in net assets to net cash used in operating activities:		
Depreciation and amortization	42,785	44,486
Forgiveness of debt	(300,000)	(100,000)
Investment loss (gain)	153,782	(1,878,168)
Changes in operating assets and liabilities:		
Contributions receivables	168,240	200,040
Accounts payable and accrued expenses	(934,223)	(68,744)
Interest payable	183,667	118,750
Grants and other amounts payable to Help Me See	—	(733,000)
Net cash used in operating activities	<u>(735,554)</u>	<u>(386,221)</u>
Cash flows from investing activities:		
Purchases of property and equipment	(11,197)	(1,822)
Sales of investments	13,925,803	508,836
Purchases of investments	<u>(13,162,895)</u>	<u>(6,265,858)</u>
Net cash provided by (used in) investing activities	<u>751,711</u>	<u>(5,758,844)</u>
Cash flows from financing activities:		
Loans payable	<u>200,000</u>	<u>5,840,797</u>
Net cash provided by financing activities	<u>200,000</u>	<u>5,840,797</u>
Net increase (decrease) in cash and cash equivalents	216,157	(304,268)
Cash and cash equivalents, beginning of year	<u>873,961</u>	<u>1,178,229</u>
Cash and cash equivalents, end of year	<u>\$ 1,090,118</u>	<u>873,961</u>

See accompanying notes to financial statements.

**WONDERWORK, INC.**

Notes to Financial Statements

June 30, 2015 and 2014

**(1) Description of Organization**

WonderWork, Inc. (the Organization or WonderWork) is a not-for-profit organization, which was incorporated in 2011 to provide treatment, surgery, and related assistance to children and adults everywhere, including those in developing countries suffering from disease, illness, or disability, including, but not necessarily limited to, blindness, club foot, hydrocephalus, pediatric cardiac surgery, and burns; and to further support medical institutions and other charitable organizations engaged in the provision of these services; as well as creating general awareness of these disabilities and available treatments.

**(2) Summary of Significant Accounting Policies**

**(a) Basis of Presentation**

The Organization's financial statements have been prepared on the accrual basis of accounting in accordance with U.S. generally accepted accounting principles. Net assets and the changes therein are classified and reported as follows:

Unrestricted – Net assets that are not subject to donor-imposed restrictions.

Temporarily Restricted – Net assets subject to donor-imposed restrictions that will be met by actions of the Organization and/or the passage of time.

Revenues are reported as increases in unrestricted net assets unless their use is limited by explicit donor-imposed restrictions or by law. Expenses are reported as decreases in net assets.

**(b) Fair Value**

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that a reporting entity has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

**(c) Accounting Estimates**

The preparation of the financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingencies at the date of the financial statements and revenues and expenses recognized during the reporting period. Significant estimates made in the preparation of the financial statements include determining the net realizable value of contributions, valuation of in-kind contributions, and functional expense allocations. Actual results could differ from those estimates.



**WONDERWORK, INC.**

Notes to Financial Statements

June 30, 2015 and 2014

**(d) Cash and Cash Equivalents**

The Organization considers all highly liquid instruments with an original maturity of three months or less to be cash equivalents. The Organization maintains cash and cash equivalents in major financial institutions. Cash held by a financial institution that exceeds the Federal Deposit Insurance Corporation (FDIC) limits exposes the Organization to a concentration of credit risk.

**(e) Investments**

Investments are reported at fair value based upon quoted market prices.

**(f) Contributions**

Contributions, including unconditional promises to give (pledges), are recognized as revenue upon receipt and are considered to be unrestricted unless received with donor stipulations that limit their use through either purpose or time restrictions. Contributions with donor stipulations that limit their use are considered to be temporarily restricted until the donor restrictions expire, that is, when a time restriction ends or purpose restriction is fulfilled. Upon the expiration of donor stipulations, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the accompanying statements of activities as net assets released from restrictions. Contributions expected to be received after one year are discounted at a risk-adjusted rate of return.

**(g) Contributions In-Kind**

Contributions in-kind include donated services and materials related to the treatments sponsored by WonderWork. These contributions are recorded at fair value on the date of donation and are recognizable as they either create or enhance assets that are not financial in nature or provided by individuals with specialized skills that would need to be purchased if the services had not been donated.

**(h) Property and Equipment**

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation is computed on the straight-line basis over the estimated useful lives of the assets ranging from 3 to 5 years. Leasehold improvements are amortized on a straight-line basis over the lesser of their useful lives or the term of the lease.

**(i) Income Taxes**

WonderWork recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Income generated from activities unrelated to the WonderWork's exempt purpose is subject to tax under Internal Revenue Code Section 511. WonderWork utilizes a threshold of more likely than not for recognition and derecognition of tax positions taken or expected to be taken in a tax return. WonderWork did not recognize any unrelated business income tax liability for the years ended June 30, 2015 and 2014.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2015 and 2014

**(3) Contributions and Contributions Receivable**

Contributions receivable are scheduled to be collected as follows at June 30, 2015 and 2014:

	<u>2015</u>	<u>2014</u>
Amount due in one year or less	\$ 201,876	200,000
Amount due in 2 to 5 years	—	197,711
Less discount to present value at 2.4%	—	(27,595)
	<u>\$ 201,876</u>	<u>370,116</u>

Contributions receivable is from one donor at June 30, 2015 and 2014. Approximately 20% of contributions were received from 5 donors in 2015 and 35% of contributions were received from two donors in 2014.

**(4) Investments**

The following presents the Organization's investments measured at fair value as of June 30, 2015 and 2014. These all represent Level 1 investments in the fair value hierarchy.

	<u>2015</u>	<u>2014</u>
Vanguard total world stock	\$ —	14,055,540
Vanguard total stock market	13,147,354	—
Other	2,771	11,275
Total investments	<u>\$ 13,150,125</u>	<u>14,066,815</u>

**(5) Commitments**

The Organization has a lease agreement for the rental of its office in New York expiring in 2016. Approximate future minimum annual rentals related to this lease are \$137,000.

Rent expense for the years ended June 30, 2015 and 2014 amounted to approximately \$196,000 and \$187,000, respectively.

**(6) Temporarily Restricted Net Assets**

Temporarily restricted net assets are available for the following as of June 30, 2015 and 2014:

	<u>2015</u>	<u>2014</u>
Blindness	\$ 1,093,040	—
Burns	1,334,093	958,278
Clubfoot	1,900,380	1,053,968
Time	169,541	370,116
	<u>\$ 4,497,054</u>	<u>2,382,362</u>

## WONDERWORK, INC.

## Notes to Financial Statements

June 30, 2015 and 2014

Net assets were released from restrictions during the year ended June 30, 2015 by incurring expenses or the passage of time as follows:

	2015	2014
Blindness	\$ 5,249,556	4,271,517
Burns	536,174	614,320
Clubfoot	336,318	983,281
Hydrocephalus	—	300
Time	200,575	200,040
	<u>\$ 6,322,623</u>	<u>6,069,458</u>

## (7) Loans Payable

In fiscal 2013, the Organization received an unsecured impact loan commitment of \$7,500,000 from a foundation to be used to generate additional funding for WonderWork programs and facilitate the more effective and efficient delivery of surgeries for the poor and needy served by WonderWork. Funds loaned by the foundation are scheduled to be repaid after 5 years at the rate of 2% per annum. As of June 30, 2013, WonderWork had drawn down \$2,500,000 of this loan. In 2014 the remaining \$5,000,000 was drawn down under the loan.

In fiscal 2014, the Organization received unsecured impact loan commitments of \$2,000,000 from several foundations to be used to generate additional funding for WonderWork programs and facilitate the more effective and efficient delivery of surgeries for the poor and needy served by WonderWork. Funds loaned by these foundations are scheduled to be repaid after 5 years at the rate of 2% per annum.

In fiscal 2015, the Organization received an additional unsecured impact loans commitment of \$200,000 from a foundation at the same terms and for the same purpose as the fiscal 2014 loans, to be repaid after 5 years at the rate of 2%.

As of June 30, 2015 and 2014, WonderWork had drawn down a total of \$9,300,000 and \$9,400,000 of these loans, respectively. Interest on the loans is not due until repayment. Accrued interest expense of \$302,417 and \$118,750 at June 30, 2015 and 2014, respectively, were recognized on these loans.

In 2015 and 2014, \$300,000 and \$100,000, respectively, of these loans were forgiven and recognized as contribution revenue in the accompanying statement of activities.

The aggregate amount of principal due on loans payable at June 30, 2015 is as follows:

2018	\$ 7,500,000
2019	1,600,000
2020	200,000
	<u>\$ 9,300,000</u>

## WONDERWORK, INC.

## Notes to Financial Statements

June 30, 2015 and 2014

Pursuit to the loan agreements, Wonderwork met its loan covenants as of June 30, 2015, which consisted of maintaining assets in excess of \$1.5 million and maintaining expenditures of 50% or more of all public donations on program service activities.

## (8) Payable to HelpMeSee

In August, 2011, WonderWork entered into a partnership agreement with HelpMeSee, another blindness charity and 501(c)(3), to work together to solve the problem of cataract blindness. This agreement provided that WonderWork would support HelpMeSee with program grants that WonderWork would pay to HelpMeSee, including an annual grant equal to the amount of the largest grant WonderWork made to a blindness partner from unrestricted funds that year, and a \$2,000,000 program grant payable at the end of the 5 year agreement. (If the agreement was terminated before 5 years, this grant would be pro-rated.) This agreement provided that HelpMeSee would help WonderWork through payments of \$166,667 per month to help pay for a portion of the expenses WonderWork incurred as part of this agreement. HelpMeSee terminated this agreement in the 12th month (August 2012) and currently the two organizations are in arbitration. The liability recorded at the termination of the agreement has been reversed as management believes the liability will not be paid.

## (9) Allocation of Joint Costs

In 2015 and 2014, Wonderwork conducted activities, principally direct mailings, that included fundraising appeals as well as program components. The joint costs incurred were allocated as follows:

	2015	2014
Program services	\$ 4,499,272	3,717,856
Management and general	277,847	—
Fund-raising	2,222,376	3,939,353
Total	\$ 6,999,495	7,657,209

## (10) Contributions In-Kind

In fiscal year 2015, in-kind contributions consisted of donated professional services, overhead for medical and surgical staff and facilities, medical surgical supplies, medications, and outreach from surgical partners. The amount that hospitals donate toward the overall cost needed to provide the surgeries was \$434,486. Additionally, there was an in-kind donation of consulting services of \$1,087,626 for an overall review of global programs to provide strategic direction by looking at population, poverty, disease burden, physician density and current hospital/partner locations. They used data provided by WonderWork partners to develop a detailed geo-spatial mapping representing over 100,000 patient locations. Further analysis was done for hospital/partner targeting, location-based patient targeting and data visualization for hospitals.

In fiscal year 2014, in-kind contributions consisted of donated professional services, overhead for medical and surgical staff and facilities, medical surgical supplies, medications and outreach from surgical partners. The amount that hospitals donate toward the overall cost needed to provide the surgeries was \$1,882,441.

**WONDERWORK, INC.**  
Notes to Financial Statements  
June 30, 2015 and 2014

**(11) Subsequent Events**

In connection with the preparation of the financial statements, the Organization evaluated subsequent events after the balance sheet date of June 30, 2015 through \_\_\_\_\_, which was the date the financial statements were available to be issued.

On February 19, 2016, the Organization signed a lease agreement for the rental of office space beginning April 1, 2016, as the previous lease had expired on March 31, 2016. Approximate minimum annual rentals related to this lease are as follows for the years ended subsequent to June 30, 2015.

2016	\$	23,394
2017		93,576
2018		93,576
2019		93,576
2020		93,576
2021		46,788

During fiscal 2016, \$200,000 of impact loans were forgiven and will be recorded as contribution revenue in 2016.

COPY OF WITHIN PAPER  
RECEIVED

MAY 19 2016

NYS OFFICE OF THE ATTORNEY GENERAL  
CHARITIES BUREAU

WON-EX 0302

FUCHS  
EXHIBIT 9



February 20, 2014

KPMG LLP  
345 Park Avenue  
New York, NY 10154

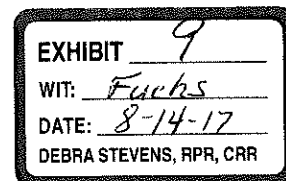
Ladies and Gentlemen:

We are providing this letter in connection with your audit of the balance sheet of WonderWork, Inc. (the Organization) as of June 30, 2013, and the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements for the purpose of expressing an opinion as to whether these financial statements present fairly, in all material respects, the financial position of the Organization, and the changes in its net assets and its cash flows in conformity with U.S. generally accepted accounting principles.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves, as of February 20, 2014, the following representations made to you during your audits:

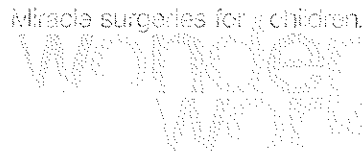
1. We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter dated June 4, 2013, for the preparation and fair presentation of the financial statements in accordance with U.S. generally accepted accounting principles.
2. We have made available to you:
  - a. All records, documentation, and information that is relevant to the preparation and fair presentation of the financial statements.



TIME magazine named WonderWork one of "10 Ideas That Can Change The World!"  
and America's NEXT BIG THING (Entrepreneur Magazine) as the "biggest idea"

WON-EX 042021





- b. Additional information that you have requested from us for the purpose of the audit.
  - c. Unrestricted access and the full cooperation of personnel within the entity from whom you determined it necessary to obtain audit evidence.
  - d. All minutes of meetings of the Board of Directors and committees of the Board of Directors, or summaries of actions of recent meetings for which minutes have not yet been prepared.
3. Except as disclosed to you in writing, there have been no communications from regulatory agencies, employees, or others concerning investigations or allegations of noncompliance with laws and regulations in any jurisdiction, deficiencies in financial reporting practices, or other matters that could have a material adverse effect on the financial statements.
4. There are no:
  - a. Violations or possible violations of laws or regulations, whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
  - b. Unasserted claims or assessments that our lawyer has advised us are probable of assertion and must be disclosed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 450, *Contingencies*.
  - c. Other liabilities or gain or loss contingencies that are required to be accrued or disclosed by FASB ASC 450, *Contingencies*.
  - d. Material transactions that have not been properly recorded in the accounting records underlying the financial statements.
  - e. Events that have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to or disclosure in the financial statements.
5. All known actual or possible litigation and claims have been accounted for and disclosed in accordance with ASC Topic 450, *Contingencies*.
6. There are no uncorrected financial statement misstatements.



7. We acknowledge our responsibility for preventing and detecting fraud, including the design and implementation of programs and controls to prevent and detect fraud; for adopting sound accounting policies; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements and to provide reasonable assurance against the possibility of misstatements that are material to the financial statements whether due to error or fraud.
8. There are no deficiencies, significant deficiencies, or material weaknesses in the design or operation of internal control over financial reporting of which we are aware, which could adversely affect the Organization's ability to initiate, authorize, record, process, or report financial data. We have applied the definitions of a "significant deficiency" and a "material weakness" in accordance with the definitions in AU-C Section 265, Communicating Internal Control Related Matters Identified in an Audit.
9. We have no knowledge of any fraud or suspected fraud affecting the entity involving:
  - a. Management
  - b. Employees who have significant roles in internal control over financial reporting, or
  - c. Others where the fraud could have a material effect on the financial statements.
10. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity received in communications from employees, former employees, regulators, or others.
11. The Organization has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.
12. We have no knowledge of any officer or director of the Organization, or any other person acting under the direction thereof, having taken any action to fraudulently influence, coerce, manipulate, or mislead you during your audit.
13. The following have been properly recorded or disclosed in the financial statements, if applicable:



- a. Related party transactions including sales, purchases, loans, transfers, leasing arrangements, guarantees, ongoing contractual commitments, and amounts receivable from or payable to related parties.
- b. Guarantees, whether written or oral, under which the Organization is contingently liable, including guarantee contracts and indemnification agreements pursuant to FASB ASC 460, *Guarantees*.
- c. Significant estimates and material concentrations known to management that are required to be disclosed in accordance with FASB ASC 275, *Risks and Uncertainties*.

Significant estimates are estimates at the balance sheet date, which could change materially within the next year. Concentrations refer to volumes of business, revenues, available sources of supply, or markets or geographic areas for which it is reasonably possible that events could occur which would significantly disrupt normal finances within the next year.

- 14. The Organization has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets, nor has any asset been pledged as collateral.
- 15. Management is responsible for compliance with the laws, regulations, donor restrictions, and provisions of contracts and grant agreements applicable to Organization. Management has identified and disclosed to you all laws, regulations, donor restrictions, and provisions of contracts and grant agreements that have a direct and material effect on the determination of financial statement amounts.
- 16. We are responsible for making the fair value measurements and disclosures included in the financial statements in accordance with FASB ASC 820, *Fair Value Measurements and Disclosures*, including determining the fair value of assets and liabilities for which there has been a significant decrease in the volume and level of activity in relation to the normal market activity for those assets or liabilities (or similar assets or liabilities) or for which transactions are deemed not orderly. As part of fulfilling this responsibility, we have established an accounting and financial reporting process for determining the fair value measurements and disclosures, in accordance with the fair value techniques included in FASB ASC 820, considered the appropriateness of valuation techniques, including circumstances in which a practical expedient may be used to estimate fair value, adequately supported any significant assumptions used, and ensured that the presentation and disclosure of the fair value measurements are in accordance with generally accepted accounting principles including the disclosure requirements of FASB ASC 820. We



believe the assumptions and techniques used by us, including those used by specialists engaged by us, are in accordance with the definition of fair value in FASB ASC 820 and the disclosures adequately describe the level of the inputs used in the fair value measurement, in accordance with the fair value hierarchy in FASB ASC 820.

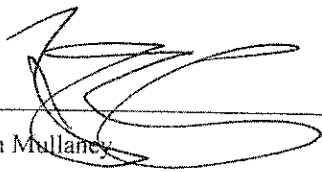
17. The Organization is responsible for determining the fair value of financial instruments as required by FASB ASC 825, *Financial Instruments*. The amounts disclosed represent the Organization's best estimate of fair value of financial instruments required to be disclosed under the FASB ASC 825, *Financial Instruments*. The Organization also has disclosed the methods and significant assumptions used to estimate the fair value of financial instruments and any changes to those methods and significant assumptions, if any, as required by FASB ASC 825.
18. The Organization has been recognized as exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of the Code, as evidenced by our determination letter dated September 11, 2012, a copy of which has been furnished to you. Since the date of our determination letter, no changes have occurred in the organization or operation of the Organization that would affect our tax exempt status. Based on our determination letter, we have been classified as a public charity under Section 509(a) of the Internal Revenue Code, and since the date of our determination letter, no changes have occurred in the organization or its operations that would change this classification. Provision has been made, where material, for any federal, state or local income, excise, employment, property, sales and use, or other tax liability.
19. The Organization has classified net assets as unrestricted, temporarily restricted or permanently restricted based on our assessment of the donor's intention, as specified in original donor correspondence where available. Where not available, we used other corroborating evidential matter including minutes of the Board, accounting records and financial statements. To the extent that we were unable to review original donor correspondence to determine the amount of the original gift and donor additions, our determination of such amount was based on our best estimate considering the relevant facts and circumstances. Amounts classified as temporarily restricted are subject to donor-imposed purpose or time restrictions which precluded us from expending such amounts or recognizing such amounts as unrestricted as of June 30, 2013.
20. The Organization has a reasonable basis for allocation of functional expenses.
21. The Organization is not subject to the requirements of OMB Circular A-133 as it did not expend more than \$500,000 in federal awards during the year ended June 30, 2013.



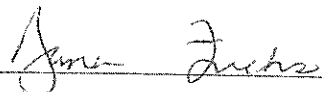
Further, we confirm that we are responsible for the fair presentation in the financial statements of the balance sheet, changes in net assets, and cash flows in conformity with U.S. generally accepted accounting principles. We are also responsible for establishing and maintaining effective internal control over financial reporting.

Very truly yours,

WonderWork, Inc.



Brian Mullaney  
*Founder and CEO*



Hana Fuchs  
*CFO*

FUCHS  
EXHIBIT 10



May 7, 2015

KPMG LLP  
345 Park Avenue  
New York, New York 10154

Ladies and Gentlemen:

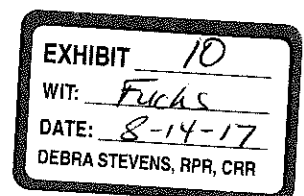
We are providing this letter in connection with your audit of the balance sheet of WonderWork, Inc. (the Organization) as of June 30, 2014, the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements for the purpose of expressing an opinion as to whether these financial statements present fairly, in all material respects, the financial position, changes in net assets, and cash flows of the Organization in conformity with U.S. generally accepted accounting principles.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purposes of appropriately informing ourselves, as of May 7, 2015, the following representations made to you during your audits:

1. We have fulfilled our responsibilities, as set out in terms of the audit engagement letter dated October 20, 2014, for the preparation and fair presentation of the financial statements in accordance with U.S. generally accepted accounting principles.
2. We have made available to you:

TIME magazine named WonderWork one of "10 Ideas That Can Change The World."  
120 Fifth Avenue, New York, NY 10018 Tel: 212.779.1875 [WonderWork.org](http://WonderWork.org)



WON-EX 042027



- a. All records, documentation, and information that is relevant to the preparation and fair presentation of the financial statement.
  - b. Additional information that you have requested from us for the purpose of the audit.
  - c. Unrestricted access and the full cooperation of personnel within the entity from whom you determined it necessary to obtain audit evidence.
  - d. All minutes of meetings of the Board of Directors and committees of the Board of Directors, or summaries of actions of recent meetings for which minutes have not yet been prepared.
3. Except as disclosed to you in writing, there have been no:
  - a. Circumstances that have resulted in communications from the Organization's external legal counsel to the Organization reporting evidence of a material violation of securities law or breach of fiduciary duty, or similar violation by the Organization or any agent thereof.
  - b. Communications from regulatory agencies, governmental representatives, employees, or others concerning investigations or allegations of noncompliance with laws and regulations in any jurisdiction, deficiencies in financial reporting practices, or other matters that could have a material adverse effect on the financial statements.
  - c. False statements affecting the Organization's financial statements made to the Organization's internal auditors, or other auditors who have audited entities under our control upon whose work you may be relying in connection with your audits.
4. There are no:
  - a. Violations or possible violations of laws or regulations, in any jurisdiction, whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
  - b. Unasserted claims or assessments that our lawyer has advised us are probable of assertion and must be disclosed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 450, *Contingencies*.
  - c. *Other liabilities or gain or loss contingencies that are required to be accrued or disclosed by ASC Topic 450, Contingencies.*





- d. Material transactions that have not been properly recorded in the accounting records underlying the financial statements.
  - e. Events that have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to or disclosure in the financial statements.
- 5. All known actual or possible litigation and claims have been accounted for and disclosed in accordance with ASC Topic 450, *Contingencies*.
- 6. There are no uncorrected financial statement misstatements.
- 7. We acknowledge our responsibility for the design, implementation and maintenance of programs and controls to prevent, and detect fraud; for adopting sound accounting policies; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements and to provide reasonable assurance against the possibility of misstatements that are material to the financial statements whether due to error or fraud. We understand that the term "fraud" includes misstatements arising from fraudulent financial reporting and misstatements arising from misappropriation of assets.
- 8. There are no deficiencies, significant deficiencies, or material weaknesses in the design or operation of internal control over financial reporting of which we are aware, which could adversely affect the Organization's ability to initiate, authorize, record, process, or report financial data. We have applied the definitions of a "significant deficiency" and a "material weakness" in accordance with the definitions in AU-C Section 265, Communicating Internal Control Related Matters Identified in an Audit.
- 9. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
- 10. We have no knowledge of any fraud or suspected fraud affecting the entity's financial statements involving:
  - a. Management
  - b. Employees who have significant roles in internal control over financial reporting, or
  - c. Others where the fraud could have a material effect on the financial statements.
- 11. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity's financial statements received in communications from employees, former employees, regulators, or others.



12. The Organization has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.
13. We have no knowledge of any officer or director of the Organization, or any other person acting under the direction thereof, having taken any action to fraudulently influence, coerce, manipulate, or mislead you during your audit.
14. The following have been properly recorded or disclosed in the financial statements if applicable:
  - a. Related party relationships and transactions, of which we are aware, in accordance with the requirements of U.S. generally accepted accounting principles, including sales, purchases, loans, transfers, leasing arrangements, guarantees, ongoing contractual commitments, and amounts receivable from or payable to related parties. Related party transactions do not involve undisclosed side agreements.
  - b. Guarantees, whether written or oral, under which the Organization is contingently liable, including guarantee contracts and indemnification agreements pursuant to FASB ASC 460, *Guarantees*.
  - c. Significant estimates and material concentrations known to management that are required to be disclosed in accordance with FASB ASC Topic 275, *Risks and Uncertainties*.

Significant estimates are estimates at the balance sheet date, which could change materially within the next year. Concentrations refer to volumes of business, revenues, available sources of supply, or markets or geographic areas for which it is reasonably possible that events could occur which would significantly disrupt normal finances within the next year.
15. The Organization has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets, nor has any asset been pledged as collateral.
16. Management is responsible for compliance with the laws, regulations, donor restrictions, and provisions of contracts and grant agreements applicable to the Organization. Management has identified and disclosed to you all laws, regulations, donor restrictions, and provisions of contracts and grant agreements that have a direct and material effect on the determination of financial statement amounts.
17. The Organization has complied with all aspects of laws, regulations, contractual agreements, grants, and donor restrictions that may affect the financial statements, including noncompliance.



18. We are responsible for making the fair value measurements and disclosures included in the financial statements in accordance with FASB ASC Topic 820, *Fair Value Measurements*, including determining the fair value of assets and liabilities for which there has been a significant decrease in the volume and level of activity in relation to the normal market activity for those assets or liabilities (or similar assets or liabilities) or for which transactions are deemed not orderly. As part of fulfilling this responsibility, we have established an accounting and financial reporting process for determining the fair value measurements and disclosures, in accordance with the fair value techniques included in ASC Topic 820, considered the appropriateness of valuation techniques [including circumstances in which a practical expedient may be used to estimate fair value], adequately supported any significant assumptions used, and ensured that the presentation and disclosure of the fair value measurements are in accordance with U.S. generally accepted accounting principles including the disclosure requirements of ASC Topic 820. We believe the assumptions and techniques used by us, including those used by specialists engaged by us, are in accordance with the definition of fair value in ASC Topic 820 and the disclosures adequately describe the level of the inputs used in the fair value measurement, in accordance with the fair value hierarchy in ASC Topic 820.
19. The Organization is responsible for determining the fair value of financial instruments as required by FASB ASC Topic 825, *Financial Instruments*. The amounts disclosed represent the Organization's best estimate of fair value of financial instruments required to be disclosed under the ASC Topic 825. The Organization also has disclosed the methods and significant assumptions used to estimate the fair value of financial instruments and any changes to those methods and significant assumptions, if any, as required by ASC Topic 825.
20. The Organization has been recognized as exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of the Code, as evidenced by our determination letter dated September 11, 2012, a copy of which has been furnished to you. Since the date of our determination letter, no changes have occurred in the organization or operation of the Organization that would affect our tax-exempt status. Based on our determination letter, we have been classified as a public charity under Section 509(a) of the Internal Revenue Code, and since the date of our determination letter, no changes have occurred in the organization or its operations that would change this classification. Provision has been made, where material, for any federal, state, or local income, excise, employment, property, sales and use, or other tax liability.
21. The Organization notes that an appropriate accrual, or lack there of, for any Help Me See legal exposure has been booked in the financials as of June 30, 2014.
22. The Organization has a reasonable basis for allocation of functional expenses.



23. The Organization has a reasonable basis for determining estimates associated with in-kind contributions and has followed that basis at June 30, 2014.
24. The Organization confirms that the following 2014 contributions have no restrictions and thus are properly classified as unrestricted: [REDACTED] for \$1 million, [REDACTED] for \$500 thousand, and [REDACTED] for \$100 thousand.
25. The Organization is not subject to the requirements of OMB Circular A-133 as it did not expend more than \$500,000 in federal awards during the year ended June 30, 2014.

Further, we confirm that we are responsible for the fair presentation in the financial statements of financial position, changes in net assets and cash flows, and the related notes in conformity with U.S. generally accepted accounting principles.

Very truly yours,

WonderWork, Inc.

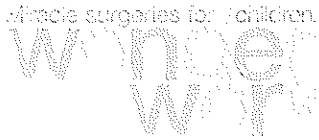
A handwritten signature of Brian Mullaney in black ink, written over a horizontal line.

Brian Mullaney  
Founder & CEO

A handwritten signature of Hana Fuchs in black ink, written over a horizontal line.

Hana Fuchs  
CFO

FUCHS  
EXHIBIT 11



May 12, 2016

KPMG LLP  
345 Park Avenue  
New York, New York 10154

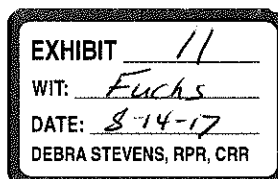
Ladies and Gentlemen:

We are providing this letter in connection with your audit of the balance sheet of Wonderwork, Inc. (the Organization) as of June 30, 2015, the related statements of activities, functional expenses and cash flows for the year then ended, and the related notes to the financial statements for the purpose of expressing an opinion as to whether these financial statements present fairly, in all material respects, the financial position, changes in net assets, and cash flows of the Organization in accordance with U.S. generally accepted accounting principles.

Certain representations in this letter are described as being limited to matters that are material. Items are considered material, regardless of size, if they involve an omission or misstatement of accounting information that, in the light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

We confirm, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purposes of appropriately informing ourselves, as of May 12, 2016, the following representations made to you during your audit:

1. We have fulfilled our responsibilities, as set out in terms of the audit engagement letter dated October 28, 2015, for the preparation and fair presentation of the financial statements in accordance with U.S. generally accepted accounting principles.
2. We have made available to you:
  - a. All records, documentation, and information that is relevant to the preparation and fair presentation of the financial statement.



WON-EX 042033



- b. Additional information that you have requested from us for the purpose of the audit.
  - c. Unrestricted access and the full cooperation of personnel within the entity from whom you determined it necessary to obtain audit evidence.
  - d. All minutes of meetings of the Board of Directors and committees of the Board of Directors, or summaries of actions of recent meetings for which minutes have not yet been prepared.
3. There have been no:
- a. Circumstances that have resulted in communications from the Organization's external legal counsel to the Organization reporting evidence of a material violation of securities law or breach of fiduciary duty, or similar violation by the Organization or any agent thereof.
  - b. Communications from regulatory agencies, governmental representatives, employees, or others concerning investigations or allegations of noncompliance with laws and regulations in any jurisdiction, deficiencies in financial reporting practices, or other matters that could have a material adverse effect on the financial statements.
  - c. False statements affecting the Organization's financial statements made to the Organization's internal auditors, or other auditors who have audited entities under our control upon whose work you may be relying in connection with your audit.
4. There are no:
- a. Violations or possible violations of laws or regulations, in any jurisdiction, whose effects should be considered for disclosure in the financial statements or as a basis for recording a loss contingency.
  - b. Unasserted claims or assessments that our lawyers have advised us are probable of assertion and must be disclosed in accordance with Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 450, *Contingencies*.
  - c. Other liabilities or gain or loss contingencies that are required to be accrued or disclosed by ASC Topic 450, *Contingencies*.
  - d. Other obligations resulting from joint and several liability arrangements that are required to be accrued or disclosed by FASB ASU 2013-04, *Liabilities (Topic 405) – Obligations Resulting From Joint and Several Liability Arrangements for Which the Total Amount of the Obligation Is Fixed At the Reporting Date*.



- e. Material transactions that have not been properly recorded in the accounting records underlying the financial statements.
  - f. Events that have occurred subsequent to the balance sheet date and through the date of this letter that would require adjustment to or disclosure in the financial statements.
- 5. All known actual or possible litigation and claims have been accounted for and disclosed in accordance with ASC Topic 450, *Contingencies*.
- 6. There are no uncorrected financial statement misstatements.
- 7. We acknowledge our responsibility for the design, implementation and maintenance of programs and controls to prevent, and detect fraud; for adopting sound accounting policies; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the financial statements and to provide reasonable assurance against the possibility of misstatements that are material to the financial statements whether due to error or fraud. We understand that the term "fraud" includes misstatements arising from fraudulent financial reporting and misstatements arising from misappropriation of assets.
- 8. There are no deficiencies, significant deficiencies, or material weaknesses in the design or operation of internal control over financial reporting of which we are aware, which could adversely affect the Organization's ability to initiate, authorize, record, process, or report financial data. We have applied the definitions of a "significant deficiency" and a "material weakness" in accordance with the definitions in AU-C Section 265, *Communicating Internal Control Related Matters Identified in an Audit*.
- 9. We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
- 10. We have no knowledge of any fraud or suspected fraud affecting the entity's financial statements involving:
  - a. Management
  - b. Employees who have significant roles in internal control over financial reporting, or
  - c. Others where the fraud could have a material effect on the financial statements.





11. We have no knowledge of any allegations of fraud or suspected fraud affecting the entity's financial statements received in communications from employees, former employees, analysts, regulators, or others.
12. The Organization has no plans or intentions that may materially affect the carrying value or classification of assets and liabilities.
13. We have no knowledge of any officer or director of the Organization, or any other person acting under the direction thereof, having taken any action to fraudulently influence, coerce, manipulate, or mislead you during your audit.
14. The following have been properly recorded or disclosed in the financial statements:
  - a. Related party relationships and transactions, of which we are aware, in accordance with the requirements of U.S. generally accepted accounting principles, including sales, purchases, loans, transfers, leasing arrangements, guarantees, ongoing contractual commitments, and amounts receivable from or payable to related parties. Related party transactions do not involve undisclosed side agreements.
  - b. Guarantees, whether written or oral, under which the Organization is contingently liable, including guarantee contracts and indemnification agreements pursuant to FASB ASC 460, *Guarantees*.
  - c. Significant estimates and material concentrations known to management that are required to be disclosed in accordance with FASB ASC Topic 275, *Risks and Uncertainties*.

Significant estimates are estimates at the balance sheet date, which could change materially within the next year. Concentrations refer to volumes of business, revenues, available sources of supply, or markets or geographic areas for which it is reasonably possible that events could occur which would significantly disrupt normal finances within the next year.
  - d. All assets and liabilities under the Organization's control.
15. The Organization has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets, nor has any asset been pledged as collateral.
16. Management is responsible for compliance with the laws, regulations, donor restrictions, and provisions of contracts and grant agreements applicable to the Organization. Management has identified and disclosed to you all laws, regulations, donor restrictions, and provisions of contracts



and grant agreements that have a direct and material effect on the determination of financial statement amounts.

17. The Organization has complied with all aspects of laws, regulations, contractual agreements, grants, and donor restrictions that may affect the financial statements, including noncompliance.
18. Receivables reported in the financial statements represent valid claims against debtors arising on or before the date of the balance sheet and have been appropriately reduced to their estimated net realizable value.
19. The Organization has appropriately grouped long-lived assets together for purposes of assessing impairment in accordance with FASB ASC Topic 360, Property, Plant, and Equipment. We have reviewed long-lived assets, including amortizable intangible assets, to be held and used for impairment whenever events or changes in circumstances have indicated that the carrying amount of the assets might not be recoverable. Provision has been made for any material adjustments to long-lived assets including amortizable intangible assets.
20. We are responsible for making the fair value measurements and disclosures included in the financial statements in accordance with FASB ASC Topic 820, Fair Value Measurements, including determining the fair value of assets and liabilities for which there has been a significant decrease in the volume and level of activity in relation to the normal market activity for those assets or liabilities (or similar assets or liabilities) or for which transactions are deemed not orderly. As part of fulfilling this responsibility, we have established an accounting and financial reporting process for determining the fair value measurements and disclosures, in accordance with the fair value techniques included in ASC Topic 820, considered the appropriateness of valuation techniques, adequately supported any significant assumptions used, and ensured that the presentation and disclosure of the fair value measurements are in accordance with U.S. generally accepted accounting principles including the disclosure requirements of ASC Topic 820. We believe the assumptions and techniques used by us, including those used by specialists engaged by us, are in accordance with the definition of fair value in ASC Topic 820 and the disclosures adequately describe the level of the inputs used in the fair value measurement, in accordance with the fair value hierarchy in ASC Topic 820.
21. The Organization is responsible for determining the fair value of financial instruments as required by FASB ASC Topic 825, Financial Instruments. The amounts disclosed represent the Organization's best estimate of fair value of financial instruments required to be disclosed under the ASC Topic 825. The Organization also has disclosed the methods and significant assumptions used to estimate the fair value of financial instruments and any changes to those methods and significant assumptions, if any, as required by ASC Topic 825.




22. The Company is in compliance with bond indentures or other debt agreements.
23. The Organization has been recognized as exempt from federal income taxes under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of the Code, as evidenced by our determination letter dated September 11, 2012, a copy of which has been furnished to you. Since the date of our determination letter, no changes have occurred in the organization or operation of the Organization that would affect our tax-exempt status. Based on our determination letter, we have been classified as a public charity under Section 509(a) of the Internal Revenue Code, and since the date of our determination letter, no changes have occurred in the organization or its operations that would change this classification. Provision has been made, where material, for any federal, state, or local income, excise, employment, property, sales and use, or other tax liability.
24. The Organization has classified net assets as unrestricted, or temporarily restricted, based on our assessment of the donor's intention, as specified in original donor correspondence where available. Where not available, we used other corroborating evidential matter including minutes of the Board, accounting records, and financial statements. To the extent that we were unable to review original donor correspondence to determine the amount of the original gift and donor additions, our determination of such amount was based on our best estimate considering the relevant facts and circumstances. Amounts classified as temporarily restricted are subject to donor-imposed purpose or time restrictions which precluded us from expending such amounts or recognizing such amounts as unrestricted as of the balance sheet date.
25. The Organization has a reasonable basis for allocation of functional expenses.
26. The Organization is not subject to the requirements of OMB Circular A-133 as it did not expend more than \$500,000 in federal awards during the year ended June 30, 2015.
27. The Organization notes that an appropriate accrual, or lack thereof, for any Help Me See legal exposure has been booked in the financials as of June 30, 2015.
28. The Organization has a reasonable basis for determining estimates associated with in-kind contributions and has followed that basis at June 30, 2015.

Further, we confirm that we are responsible for the fair presentation in the financial statements of financial position, changes in net assets and cash flows, and the related notes in accordance with U.S. generally accepted accounting principles.



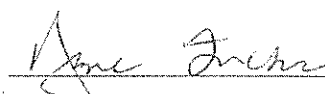
Very truly yours,

WonderWork, Inc.



---

Brian Mullaney  
*Founder & CEO*



---

Hana Fuchs  
*CFO*

FUCHS  
EXHIBIT 12

Temporarily Restricted Net Assets

Revenue	
4010 Blindness (N)	636,450.87
4020 Burns (B)	1,453,634.03
4030 Clubfoot (C)	1,559,335.41
4040 Hole in the Heart (T)	9,955.92
4050 Hydrocephalus (Y)	9,781.00
	3,669,157.23
Program Expenses (see details in next tab)	
5000 Cleft Lip	450,000.00
5100 Blindness	352,333.34
5200 Burns	239,833.33
5300 Clubfoot	262,333.33
5400 Hole in the Heart	11,500.00
5500 Hydrocephalus	11,500.00
Total 5000 Programs	1,327,500.00

Remove from restriction							
	Donations	Program Expenses	Remaining Restricted Funds before allocation	% to total	program services allocation	Released from restriction	Remaining Restricted Funds after allocation
4010 Blindness (N)	636,450.87	352,333.34	284,117.53	10.2%	153,174.44	505,507.78	130,943.09
4020 Burns (B)	1,453,634.03	239,833.33	1,213,800.70	43.4%	654,388.49	894,221.82	559,412.21
4030 Clubfoot (C)	1,559,335.41	262,333.33	1,297,002.08	46.4%	699,244.31	961,577.64	597,757.77
4040 Hole in the Heart (T)	9,955.92	11,500.00	-			11,500.00	-
4050 Hydrocephalus (Y)	9,781.00	11,500.00	-			11,500.00	-
Time						199,531.00	570,156.00
Restricted donations	3,669,157.23	877,500.00	2,794,920.31	100.0%	1,506,807.23	2,583,838.23	1,858,269.08

remaining	1,085,319.00						1,085,319.00 remaining
released	2,583,838.23						
programs	(877,500.00)		877,500.00				
time	(199,531.00)		1,019,491.26				
allocation to split among programs	1,506,807.23		424,926.87				
			135,811.26				
	2,384,307.00		128,705.39				
			3,498,385.67				
			9,420.13				
			170,524.70				
			1,888,879.62				

release from restriction

2,583,838.00 to be released

(199,531.00) time

2,384,307.00 remaining to be released

1,085,319.00 remaining

EXHIBIT 12

WIT: Fuchs

DATE: 8-15-17

DEBRA STEVENS, RPR, CRR

Temporarily Restricted Net Assets		FY14	
Revenue		4000 Donations- WonderWork	5,582,852.74
4010 Blindness (N)	4,140,574.07	4010 Blindness (N)	4,140,574.07
4020 Burns (B)	1,013,186.45	4020 Burns (B)	1,013,186.45
4030 Clubfoot (C)	1,442,753.53	4030 Clubfoot (C)	1,442,753.53
4040 Hole in the Heart (T)	0.00	4050 Hydrocephalus (Y)	300.00
4050 Hydrocephalus (Y)	300.00	Total 4000 Donations- WonderWork	\$ 12,179,666.79
			6,596,814.05
Program Expenses		(see details in next tab)	
5000 Programs	40,000.00		
5100 Blindness	2,634,471.00		
5200 Burns	452,509.00		
5300 Clubfoot	564,455.00		
5400 Hole in the Heart	0.00		
5500 Hydrocephalus	0.00		
5600 Quality Assurance	20,000.00		
Total 5000 Programs	3,691,435.00		
PBC: Hana Fuchs			

Wonderwork  
Net Assets Released from Restrictions  
6/30/14

Purpose: To recalculate schedule of net assets released from restrictions and tie to expense testwork.

	A		B		C		E										
	Per PY FS FN 6 FY13		Donations		Total Net Restricted Additions		Program Expenses		Direct Mail Allocation per KPMG Rx		Time Release		Total Expenses	Net Assets Released per limit	Allowed Release	Amounts covered by unrestricted funds	Restricted Net Assets at 6/30/14
4010 Blindness (N)	130,943	GL	4,140,574.07		4,271,517.07	GL	2,634,471.00		\$ 3,137,219.19		\$ -		\$ 5,771,690.19	(1,500,173.12)	4,271,517.07	\$ 1,500,173.12	0.00
4020 Burns (B)	559,412		1,013,186.45		1,572,598.45		452,509.00		\$ 161,810.840		\$ -		\$ 614,319.84	958,278.61	614,319.84	0	958,278.61
4030 Clubfoot (C)	594,495		1,442,753.53		2,037,248.53		564,455.00		\$ 418,825.72		\$ -		\$ 983,280.72	1,053,967.81	983,280.72	0	1,053,967.81
4040 Hole in the Heart (T)	-		0.00		0.00		-		-		\$ -		\$ -	-	-	0	0.00
4050 Hydrocephalus (Y)	-		300.00		300.00		300.00		-		\$ -		\$ 300.00	-	300.00	0	0.00
Time	570,156				570,156.00				\$ 200,040.00		\$ 200,040.00		200,040.00	200,040.00	200,040.00	0	370,116.00
Restricted donations	1,855,006	*	6,596,814.05		8,451,820.05	*	3,651,735.00		\$ 3,717,855.75		\$ 200,040.00		\$ 7,569,630.75	\$ 712,113.30	\$ 6,069,457.63	\$ 1,500,173.12	\$ 2,382,362.42

F

Conclusion: KPMG notes that net assets released from restrictions are reasonably stated for the year ended 6/30/14.

Tickmark Legend:  
F- Footed  
Rx- Recalculated  
GL- T/A to 6/30/14 Trial Balance  
FS- T/A to 6/30/14 Financial Statements

Temporarily Restricted Net Assets FY15

Revenue	
4010 Blindness (N)	6,342,596.27
4020 Burns (B)	911,989.44
4030 Clubfoot (C)	1,182,729.30
4040 Hole in the Heart (T)	0.00
4050 Hydrocephalus (Y)	0.00
	8,437,315.01
Program Expenses	
(see details in next tab)	
5000 Programs	101,000.00
5100 Blindness	1,244,500.00
5200 Burns	429,000.00
5300 Clubfoot	218,000.00
5400 Hole in the Heart	0.00
5500 Hydrocephalus	0.00
5600 Quality Assurance	0.00
Total 5000 Programs	1,992,500.00

PBC: Hana Fuchs

Wonderwork  
Net Assets Released from Restrictions  
6/30/15

Purpose: To calculate schedule of net assets released from restrictions and tie to expense testwork.

	A		B		C	E							
	Per PY FS FN 6 FY14		Donations	Total Net Restricted Additions		Program Expenses	Direct Mail Allocation	Time Release	Total Expenses	Net Assets Released per limit	Allowed Release	Amounts covered by unrestricted funds	Restricted Net Assets at 6/30/15
4010 Blindness (N)	-	GL	6,342,596.27	6,342,596.27	GL	1,244,500.00	\$ 4,005,055.88	\$ -	\$ 5,249,555.88	1,093,040.39	5,249,555.88	\$ -	1,093,040.39
4020 Burns (B)	958,278		911,989.44	1,870,267.44		429,000.00	\$ 107,174.436	\$ -	\$ 536,174.44	1,334,093.00	536,174.44	0	1,334,093.00
4030 Clubfoot (C)	1,053,968		1,182,729.30	2,236,697.30		218,000.00	\$ 118,317.80	\$ -	\$ 336,317.80	1,900,379.50	336,317.80	0	1,900,379.50
4040 Hole in the Heart (T)	-		0.00	0.00		-		\$ -	\$ -	-	-	0	0.00
4050 Hydrocephalus (Y)	-		0.00	0.00		-		\$ -	\$ -	-	-	0	0.00
Time █████ gift over 5 years	370,116			370,116.00				\$ 200,575.00	\$ 200,575.00	200,575.00	200,575.00	0	169,541.00
Restricted donations	2,382,362	F	8,437,315.01	10,819,677.01	F	1,891,500.00	\$ 4,230,548.12	\$ 200,575.00	\$ 6,322,623.12	\$ 4,528,087.89	\$ 6,322,623.12	\$ -	\$ 4,497,053.89

Conclusion:

Tickmark Legend:  
F- Footed  
Rx- Recalculated  
GL- T/A to 6/30/14 Trial Balance  
FS- T/A to 6/30/14 Financial Statements



FUCHS  
EXHIBIT 13

**From:** "Hana Fuchs"  
**Subject:** RE: WonderWork - Kim Comments  
**Sent:** Thu, 16 Apr 2015 15:59:39 -0400

**From:** Hana Fuchs  
**Sent:** Thursday, April 16, 2015 12:00 PM  
**To:** Leggette, Ryan  
**Subject:** RE: WonderWork - Kim Comments

Hi,  
DeLois H. Greenwood is Chief Program Officer.  
Hana

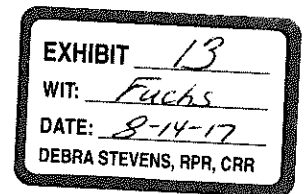
**From:** Leggette, Ryan [mailto:rleggette@KPMG.com]  
**Sent:** Thursday, April 16, 2015 11:49 AM  
**To:** Hana Fuchs  
**Subject:** RE: WonderWork - Kim Comments

Hana,

What is DeLois's title at WW?

**Ryan D. Leggette, Senior Manager**  
**KPMG LLP** | 345 Park Avenue - New York, NY 10154-0101  
Phone: (212) 954-6027 | Fax: (646) 417-6924  
[rleggette@kpmg.com](mailto:rleggette@kpmg.com)

**From:** Hana Fuchs [mailto:hana@wonderwork.org]  
**Sent:** Thursday, April 16, 2015 10:15 AM  
**To:** Leggette, Ryan  
**Subject:** RE: WonderWork - Kim Comments



Ryan,  
Yes, that is correct. Brian spent most of his time developing the blindness program with DeLois. He traveled extensively to visit our partner hospitals to review their work and determine if they had the capacity to support our aggressive program of eliminating unnecessary blindness.  
He doesn't keep time records but based on discussions with him and his travel with DeLois it can be determined.  
Let me know if you need additional information.  
Regards, Hana

**From:** Leggette, Ryan [mailto:rleggette@KPMG.com]  
**Sent:** Wednesday, April 15, 2015 9:24 PM  
**To:** Hana Fuchs  
**Subject:** RE: WonderWork - Kim Comments

Hana,

I'm wrapping up the remainder of Kim's comments. I need to add additional disclosures around the loans. Interest, payment schedule, covenants, etc. I'll go through the loan documents and try and pull together and send you a draft tomorrow afternoon.

One other item, though. I was able to look into what was driving the reduction in M&G expense and M&G salary expense. It appears that Brian's allocation of salary changed from 40% program in 2013 to 80% program in 2014. Our audit testwork documents that this allocation is based on an analysis of his activities and discussion with the employee. Can you provide more insight in what exactly changed in his activities that had such a significant impact to the allocation?

Regards,

Ryan

WW\_EMAILS0023602

**Ryan D. Leggette, Senior Manager**  
**KPMG LLP** | 345 Park Avenue - New York, NY 10154-0101  
Phone: (212) 954-6027 | Fax: (646) 417-6924  
[rleggette@kpmg.com](mailto:rleggette@kpmg.com)

**From:** Hana Fuchs [<mailto:hana@wonderwork.org>]  
**Sent:** Wednesday, April 15, 2015 8:49 AM  
**To:** Leggette, Ryan  
**Subject:** RE: WonderWork - Kim Comments

Thanks Ryan- I get a bit anxious around this time of year-  
Hana

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**From:** Leggette, Ryan [<mailto:rleggette@KPMG.com>]  
**Sent:** Tuesday, April 14, 2015 7:40 PM  
**To:** Hana Fuchs  
**Subject:** RE: WonderWork - Kim Comments

Hana,

Sorry for the delay. I was able to sit down with Kim to clarify on some additional notes today, which I will begin to process later tonight and tomorrow. These relate to footnote disclosure, not the financial statement balances. Some relate to loan details that we need to add. I'll summarize if I can't identify the needed information.

Regards,

Ryan

**Ryan D. Leggette, Senior Manager**  
**KPMG LLP** | 345 Park Avenue - New York, NY 10154-0101  
Phone: (212) 954-6027 | Fax: (646) 417-6924  
[rleggette@kpmg.com](mailto:rleggette@kpmg.com)

**From:** Hana Fuchs [<mailto:hana@wonderwork.org>]  
**Sent:** Tuesday, April 14, 2015 10:30 AM  
**To:** Leggette, Ryan  
**Subject:** RE: WonderWork - Kim Comments  
**Importance:** High

Hi Ryan,  
Is it possible to get a final draft to send to the audit committee for review?  
The May 15<sup>th</sup> due date is getting closer and I would like to get JJ Coney's (Audit Committee) comments (if he has any).  
Thanks Hana

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**From:** Hana Fuchs  
**Sent:** Monday, April 06, 2015 3:37 PM  
**To:** 'Leggette, Ryan'  
**Subject:** RE: WonderWork - Kim Comments

Hi Ryan,  
No problems with Kim's notes. One note I have – the font for the title Contributions In-Kind on page 8 does not match the font for the other heading.  
Thanks, Hana

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**From:** Hana Fuchs  
**Sent:** Thursday, April 02, 2015 11:41 AM  
**To:** 'Leggette, Ryan'

WW\_EMAILS0023602

**Subject: RE: WonderWork - Kim Comments**

Please see responses below- I will also read the edits and get back to with any changes.  
Thanks Hana

**From:** Leggette, Ryan [<mailto:rleggette@KPMG.com>]

**Sent:** Wednesday, April 01, 2015 12:21 PM

**To:** Hana Fuchs

**Subject:** WonderWork - Kim Comments

Hana,

Below are some comments from Kim that I need you help in answering:

1) There is a \$45K balance in prepaids that is the same as last year. What does this relate to? It is below our materiality, so we didn't test it this year. **This is a 3 month security deposit per lease paid to Rainforest in Sept. 2011**

2) Management and general expense decreased from \$527K to 324K on the financials. This is a significant decrease year to year. What is driving this decrease? **It appears that more consulting fees and salaries were allocated to programs for FY14 thereby reducing the management and general.**

3) Maybe this is similar to #2 above, but M&G salary expense on the functional expenses went from \$150k to \$74K. Why? **Same as above.**

Also attached are some edits she had. She has some additional edits that I will push through once I have a chance to speak with her. Please take a look and confirm.

Regards,

Ryan

**Ryan D. Leggette, Senior Manager**

**KPMG LLP** | 345 Park Avenue - New York, NY 10154-0101

Phone: (212) 954-6027 | Fax: (646) 417-6924

[rleggette@kpmg.com](mailto:rleggette@kpmg.com)

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